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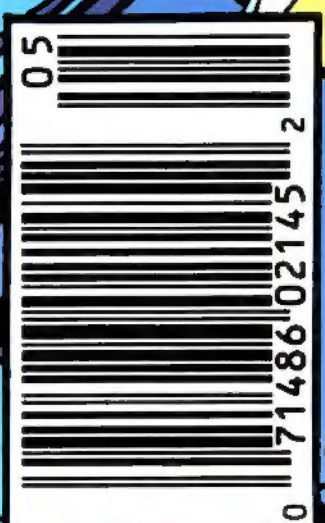
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# X-FACTOR

**\$1.00 US**  
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**28**  
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APPROVED  
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CODE  
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# COUNTDOWN!

DAYS AGO, A MONSTROUS SKY-SHIP, CAPTAINED BY A BEING CALLED APOCALYPSE, THREATENED TO DESTROY MANHATTAN.

X-FACTOR--A SMALL BAND OF MUTANT HEROES--WON CONTROL OF THE SHIP BY MEANS OF THEIR INBORN POWERS AND DOWNED IT IN THE HUDSON RIVER.

THOUGH IT PARTIALLY BLOCKED THE RIGHT-OF-WAY, THE RIVER'S PRACTICAL TUGBOAT CAPTAINS CHARTED A COURSE AROUND IT AND CARRIED ON BUSINESS AS USUAL, UNTIL NOW!

HAUL HARD TO PORT!

WHAT HAPPENED? WE SHOULD HAVE MISSED IT BY A MILE!

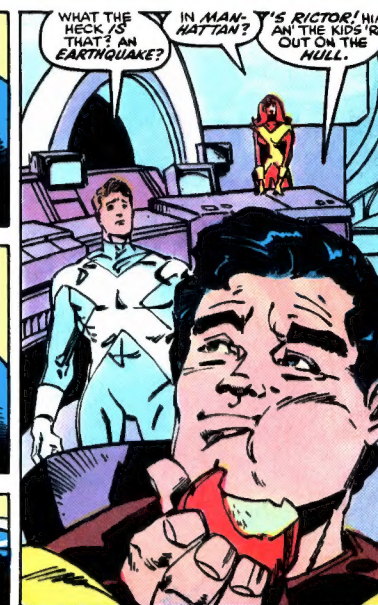
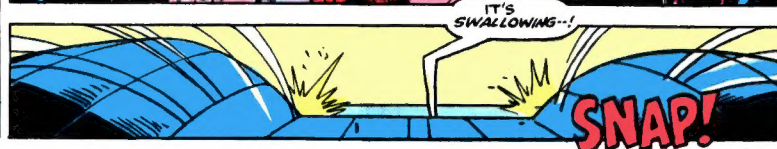
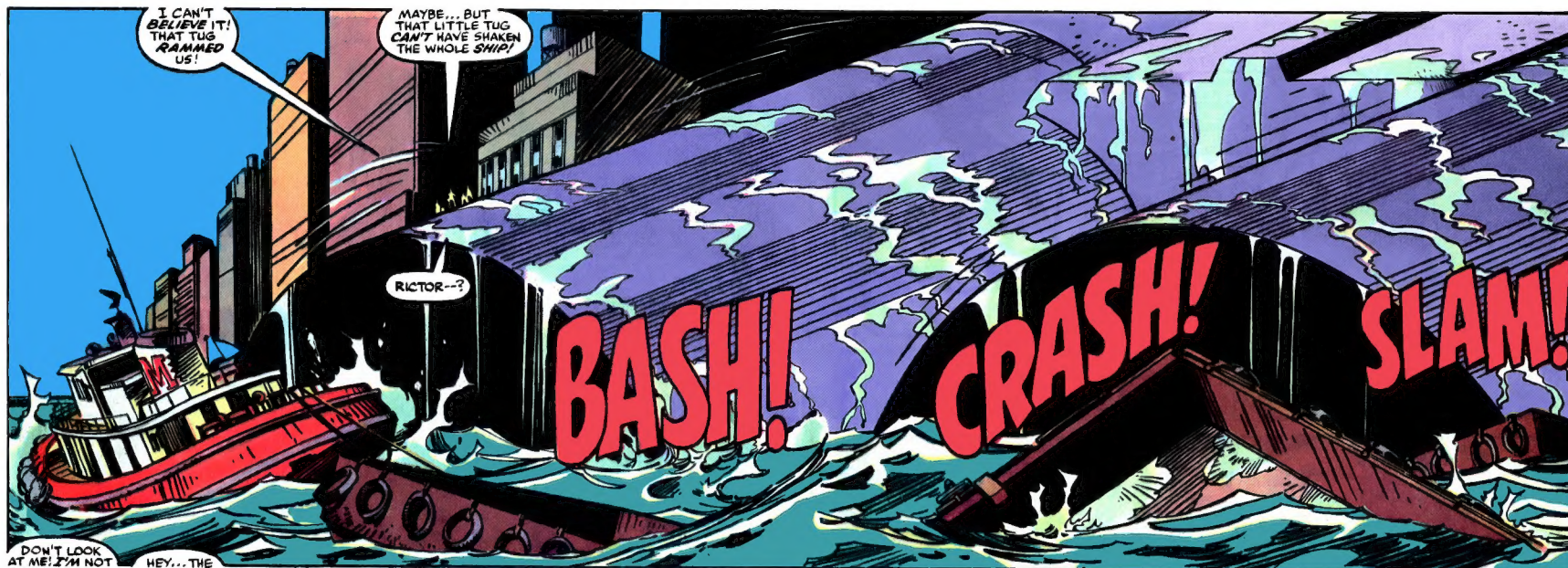
WE DIDN'T HIT IT, GILROY! IT HIT US! THAT SUCKER'S MOVING--ALMOST LIKE IT'S COME TO LIFE!

# CRASH!

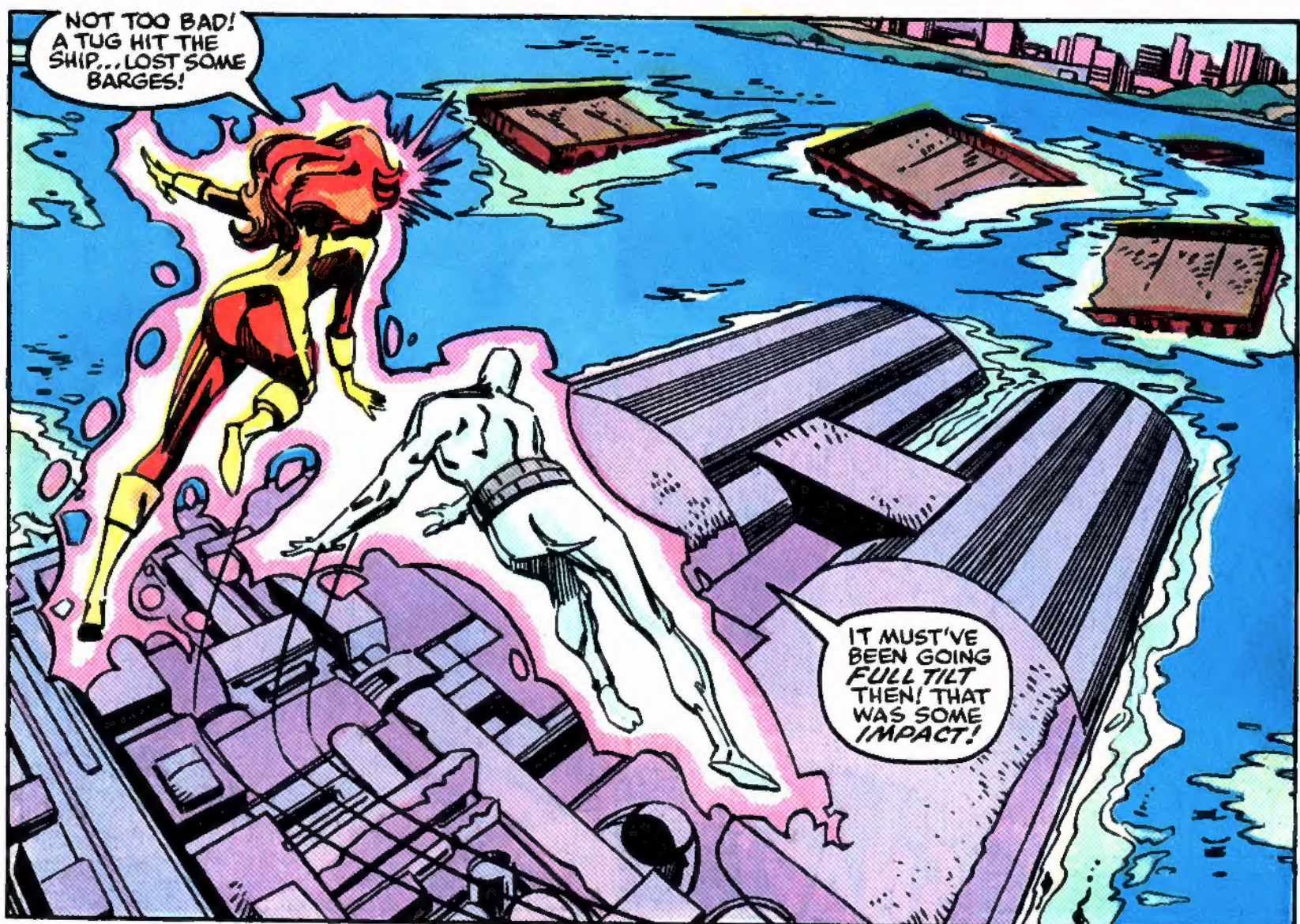
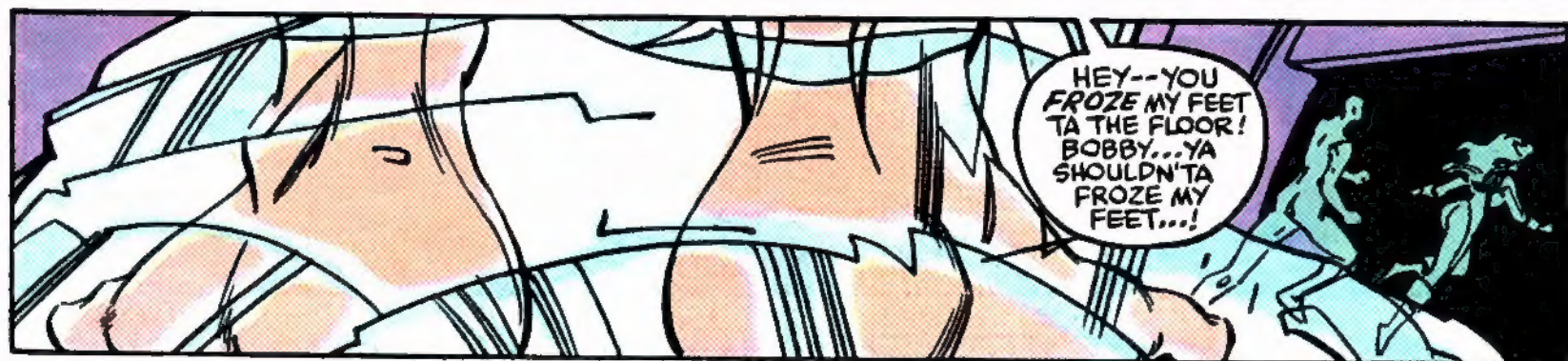
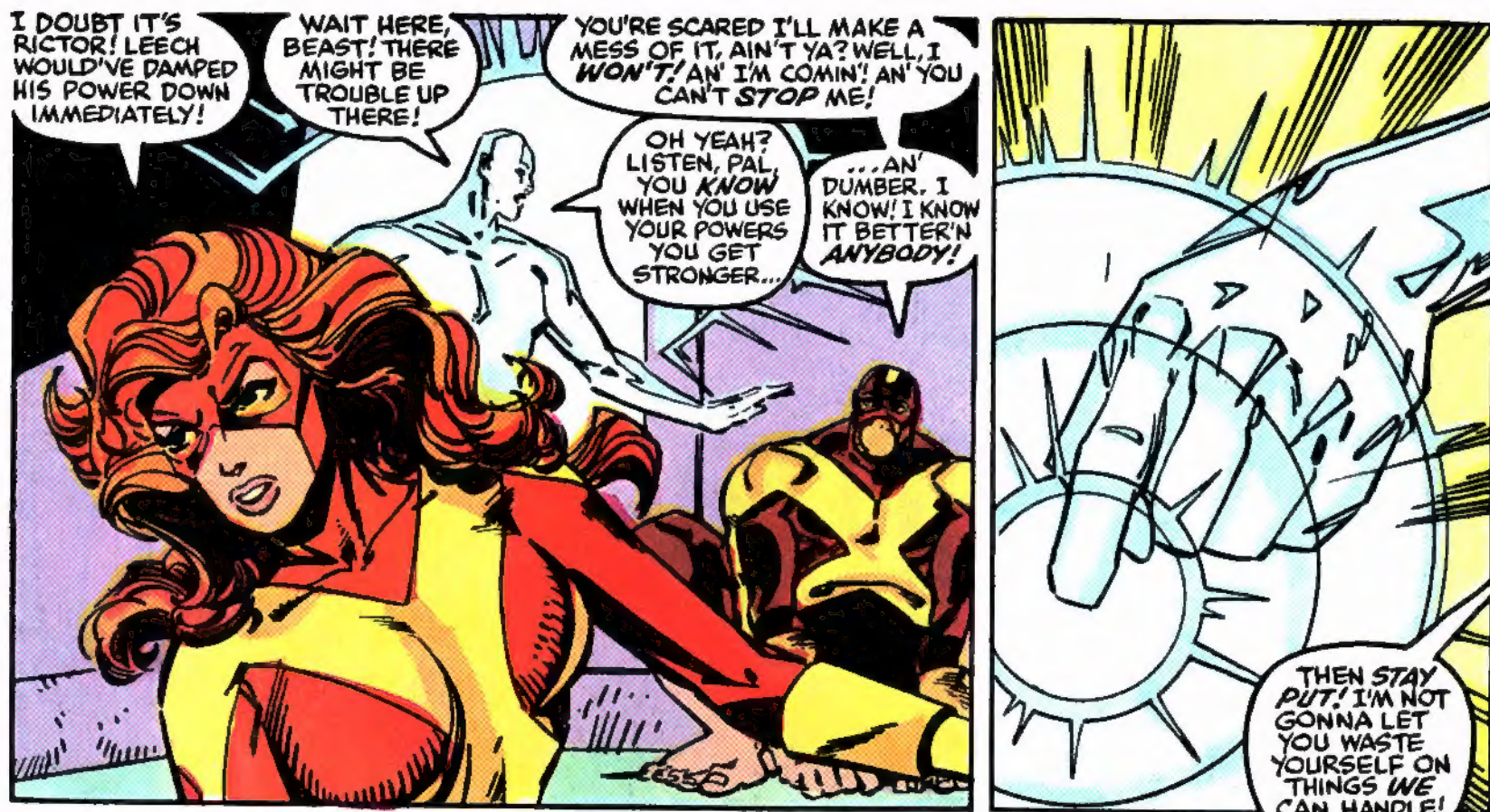
LOUISE SIMONSON PLOT/SCRIPTER WALTER SIMONSON PLOT/PENCILER BOB WIACEK INKER JOE ROSEN LETTERER PETRA SCOTSESE COLORIST BOB HARRAS EDITOR TOM DEFALCO EDITOR IN CHIEF

X-FACTOR Vol. 1, No. 28, May, 1988. Published by MARVEL COMICS, A NEW WORLD COMPANY, James E. Galton, President, Stan Lee, Publisher, Michael Hobson, Group Vice-President, Milton Schiffman, Vice-President, Production, OFFICE OF PUBLICATION, 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. Application to mail at second class postage rates is pending at New York, NY and at additional mailing offices. Published monthly. Copyright © 1988 by Marvel Entertainment Group, Inc. All rights reserved. Price \$1.00 per copy in the U.S. and \$1.25 in Canada. Subscription rate \$12.00 for 12 issues. Canada and Foreign, \$14.00. Printed in the U.S.A. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. This periodical may not be sold except by authorized dealers and is sold subject to the conditions that it shall not be sold or distributed with any of its cover or markings removed, nor in a mutilated condition. X-FACTOR (including all prominent characters featured in this issue), and the distinctive likenesses thereof, are trademarks of the MARVEL ENTERTAINMENT GROUP INC. POSTMASTER: Send address changes to SUBSCRIPTION DEPARTMENT, 387 PARK AVENUE SOUTH, NEW YORK, N.Y., 10016.

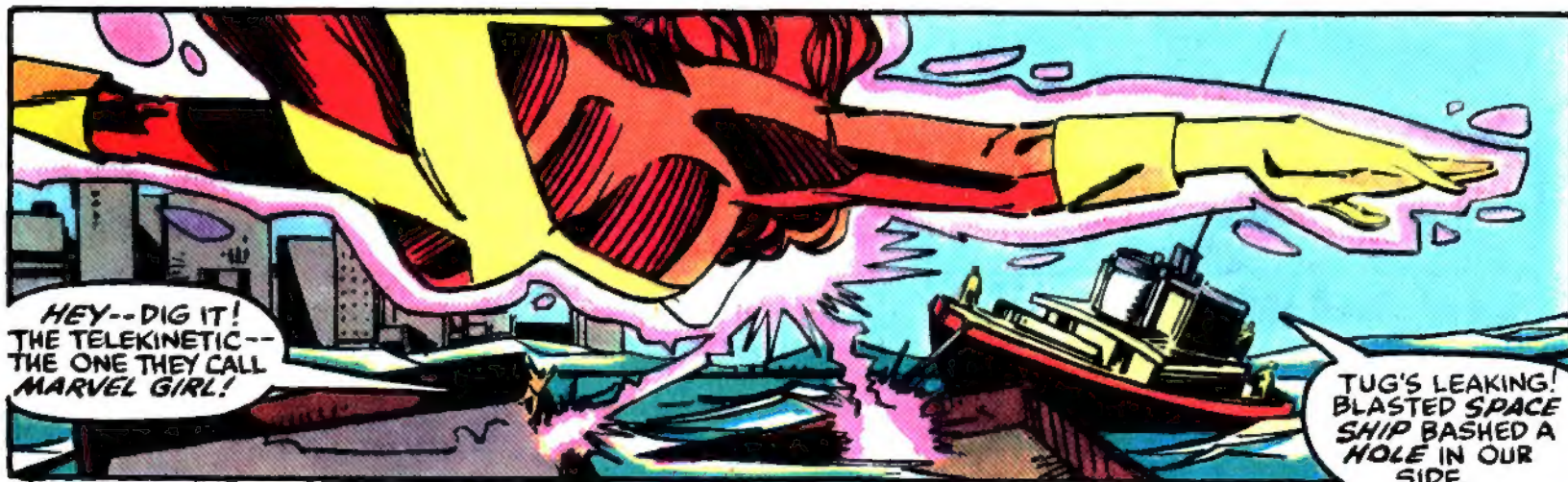












HEY--DIG IT!  
THE TELEKINETIC--  
THE ONE THEY CALL  
MARVEL GIRL!

TUG'S LEAKING!  
BLASTED SPACE  
SHIP BASHED A  
HOLE IN OUR  
SIDE.

WHAT DO YOU MEAN?  
YOU RAMMED US! BUT  
AN ICE PLUG'LL FIX  
YOU UP TILL WE GET  
YOU TOWED TO SHORE.

THANKS, BUDDY! BUT  
I WASN'T KIDDIN'! YOUR  
SHIP SMASHED MY SHIP  
AN' I'M GONNA SUE  
YOUR TAILS OFF!

WHAT DO YOU  
MEAN OUR SHIP?  
WE FOUGHT THE GUY  
WHO OWNED IT...

WE MADE IT OUR  
TEMPORARY HEAD-  
QUARTERS BECAUSE  
OUR COMPLEX WAS  
DESTROYED--

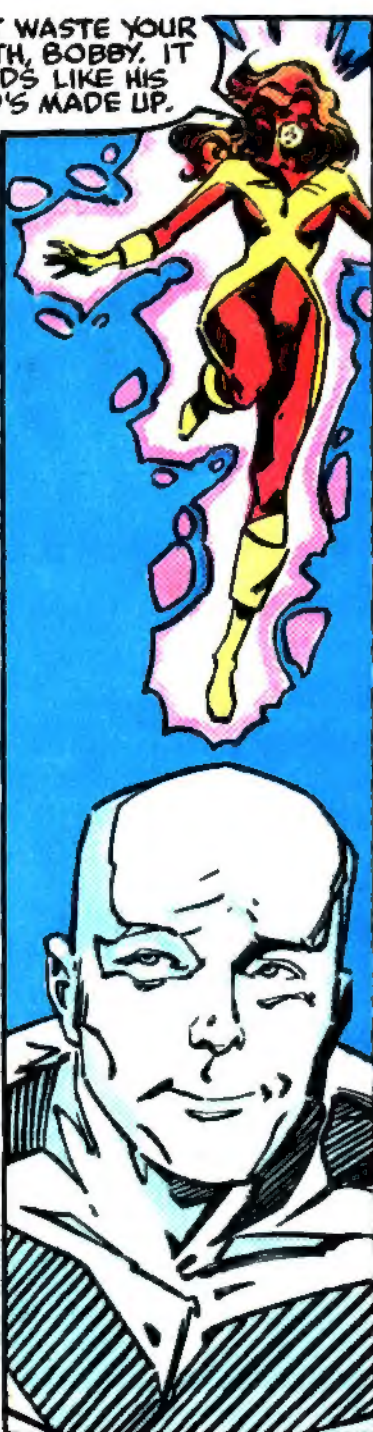
ALONG WITH HALF  
THE CITY! YOU AN'  
YOUR X-FACTOR  
CREW 'RE RESPONS-  
IBLE FOR PUTTING  
THAT SHIP HERE  
AN'--

DON'T WASTE YOUR  
BREATH, BOBBY. IT  
SOUNDS LIKE HIS  
MIND'S MADE UP.

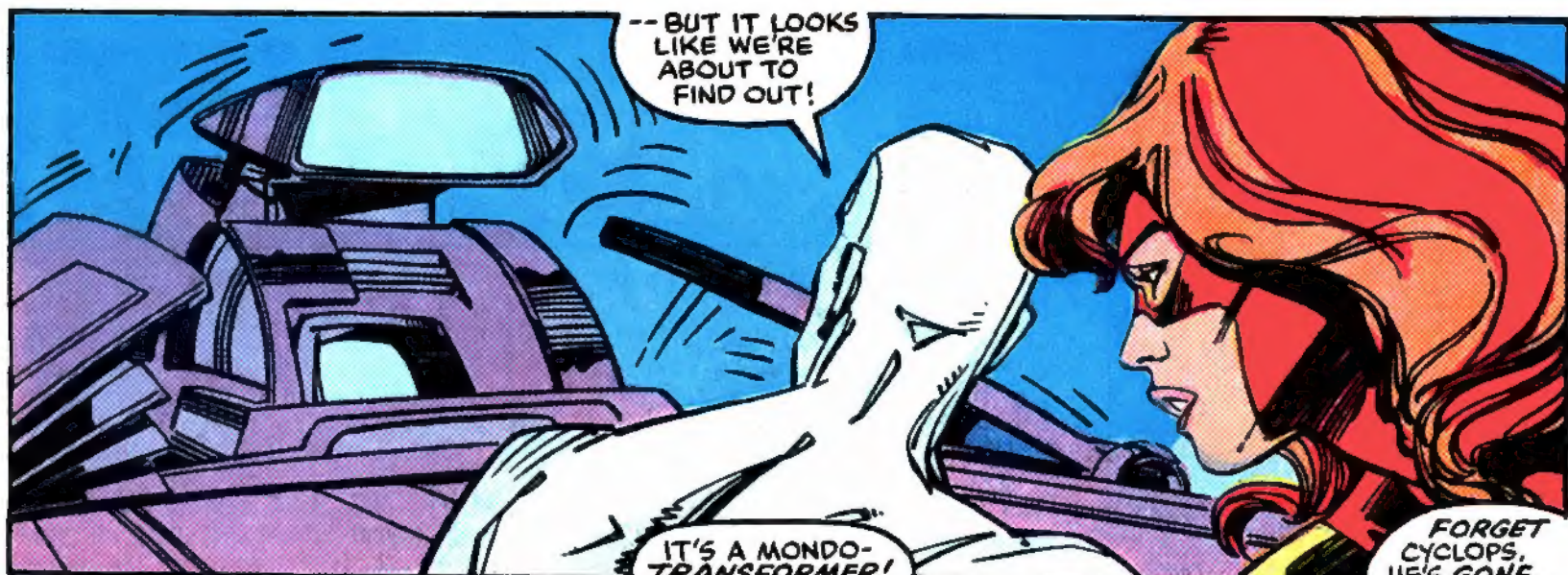
HEY, AREN'T THE  
KIDS SUPPOSED  
TO BE OUT HERE  
SOMEWHERE?

YEAH, THEY ARE,  
DON'T SEE 'EM,  
THOUGH.

AND I DON'T  
KNOW WHAT  
MAKES THAT  
DUDE THINK  
OUR SHIP  
ATTACKED  
HIS--



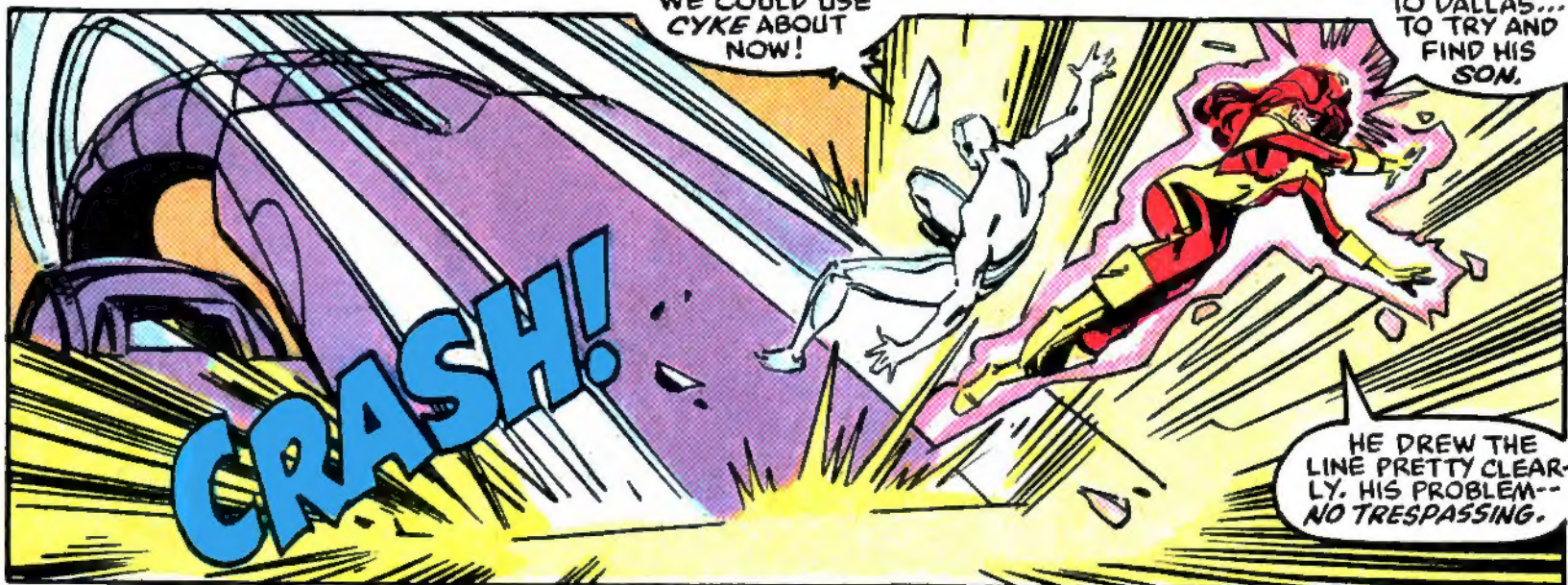




-- BUT IT LOOKS LIKE WE'RE ABOUT TO FIND OUT!

IT'S A MONDO-TRANSFORMER! WE COULD USE CYKE ABOUT NOW!

FORGET CYCLOPS. HE'S GONE... TO DALLAS... TO TRY AND FIND HIS SON.



CRASH!

HE DREW THE LINE PRETTY CLEARLY. HIS PROBLEM-- NO TRESPASSING.



"THAT MAKES THIS OUR PROBLEM..."

HOLIDAY CROWD... FREAK BLIZZARD IN DALLAS... HAPPY NEW YEAR, MR. SUMMERS.

I'M STUCK HERE IN NEW YORK... BUT FREEDOM FORCE IS STUCK IN DALLAS-- FOR A WHILE, ANYWAY.

GOT TO TALK TO THEM... SEE IF THEY HEARD MADDIE... OR THE X-MEN... SAY ANYTHING ABOUT MY SON'S WHEREABOUTS.



ALL ALONE, POOR KID. JUST A BABY, ABANDONED, HEAVEN KNOWS WHERE, LIKE I WAS ABANDONED.

ORPHANAGE WAS NO PLACE TO GROW UP.

WON'T HAVE ANY KID OF MINE RAISED IN ONE. GOT TO FIND HIM-- WHERE DID MADDIE LEAVE HIM?



...AND IN MANHATTAN, THE APOCALYPSE SHIP HAS COME TO LIFE.

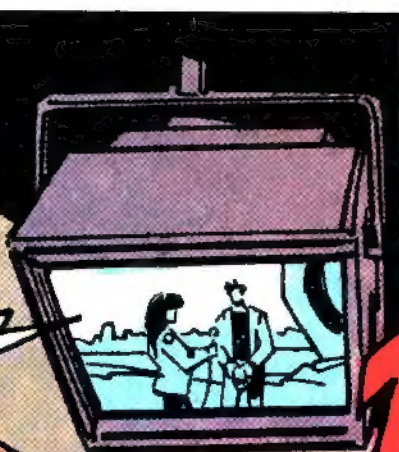


THIS INTERVIEW JUST IN WITH THE CAPTAIN WHOSE TUGBOAT WAS SWAMPED BY THE MECHANICAL MONSTROSITY...



...IT SHOT OUT OF THE WATER, SMASHED MY TUG! YOU CAN SEE IT OUT THERE IN THE RIVER.

X-FACTOR FOLKS 'RE FIGHTIN' IT! BUT AGAINST THAT MONSTER, I DON'T THINK JUST TWO OF 'EM STAND A CHANCE!



WHAT!?

**ZAPT!**

JEAN! AND BOBBY! NO!

THAT SHIP COULD CRUSH THEM! WHAT CAN HAVE HAPPENED? WHY IS IT DOING THAT?

DID YOU SEE?

...MUTANT! THE GUY WITH THE FORCE BEAMS IN HIS EYES!

MUST HAVE SOME CONTROL! OTHER DAY, TV SHOWED HIM SHATTERING STUFF!

...SHIP'S TRANSFORMATION IN MANHATTAN. AIR TRAFFIC HAS BEEN RE-ROUTED--

OUR WARDS ARE ON THE SHIP... KIDS... MY SON... IN DALLAS. CAN'T LET THEM BE HURT... MY SON...

NO MATTER WHO I CHOOSE, THERE'S NO WAY I CAN WIN.

YES, SIR. RECOGNIZE YOU FROM TV. YOU'LL BE WANTIN' TO GET TO MANHATTAN FAST...

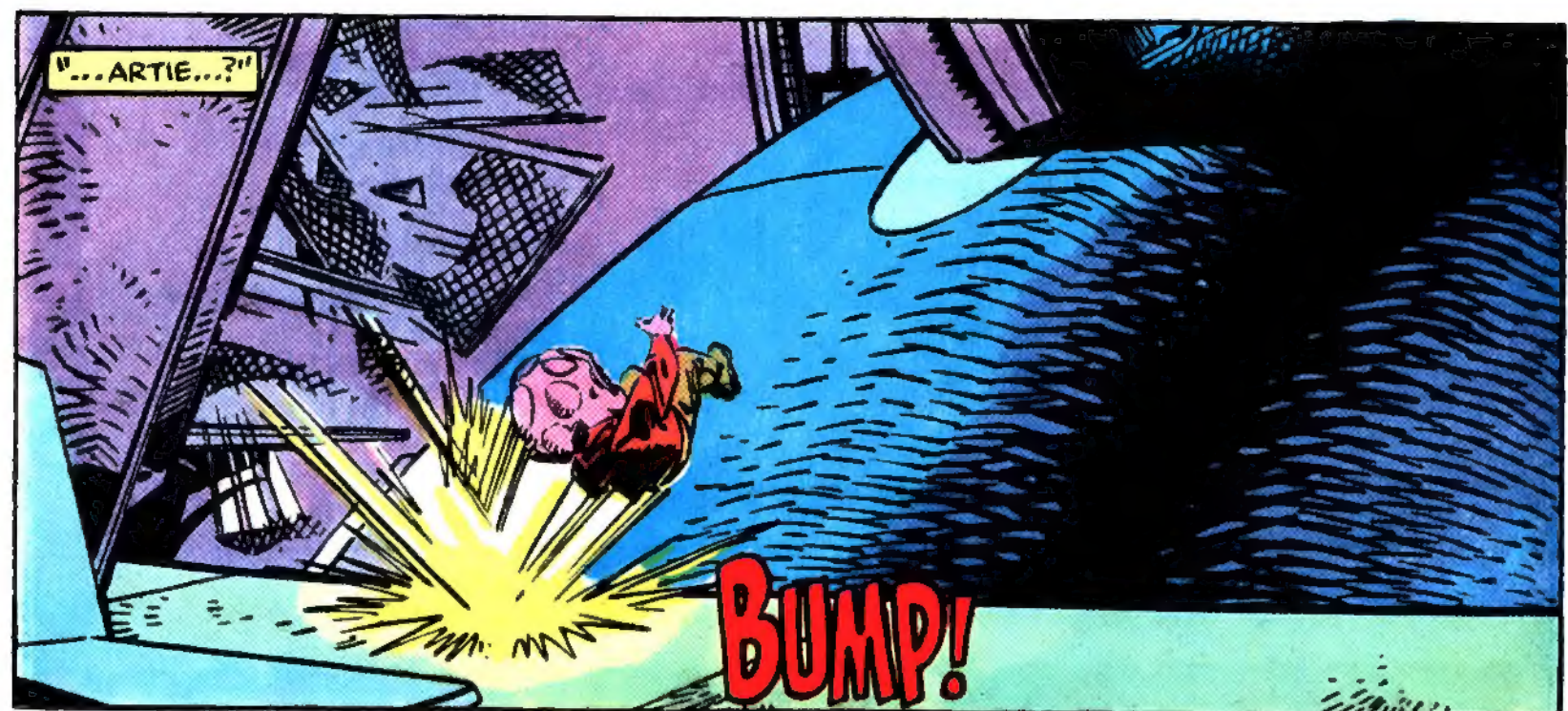
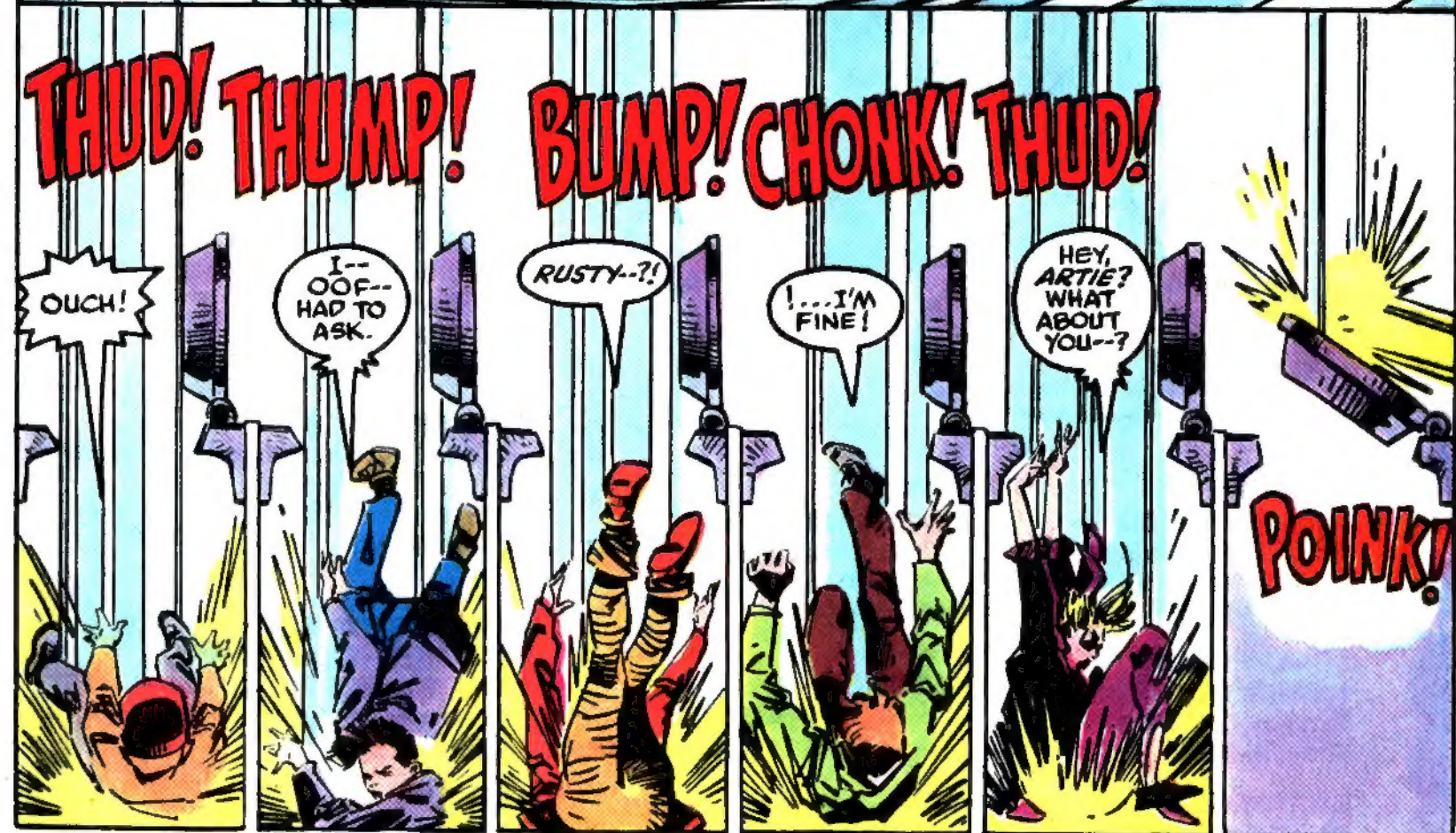
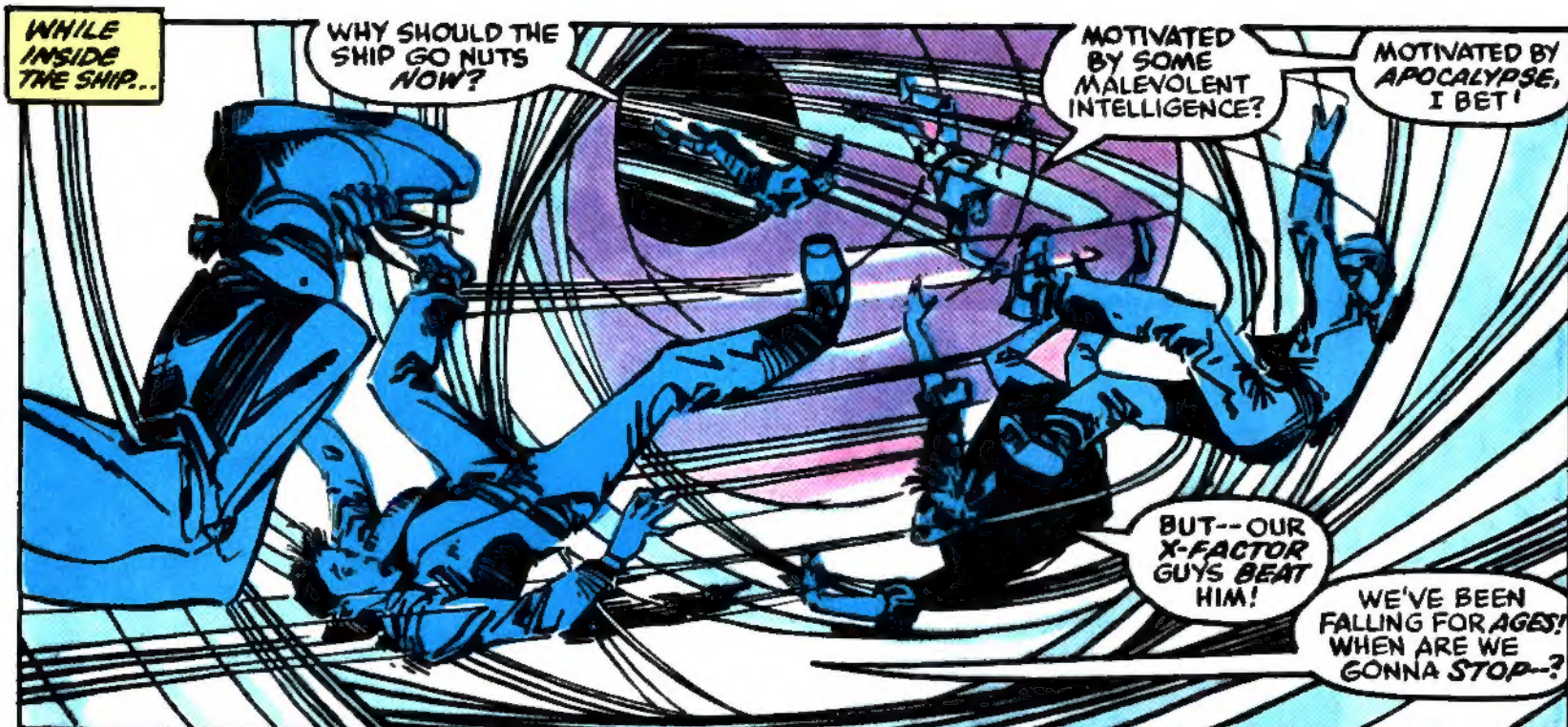
HOLIDAY TRAFFIC'S A MESS, JOE!

AIRPORT SECURITY...? MY CODE NAME IS CYCLOPS--I'M A MUTANT... A MEMBER OF X-FACTOR! THAT SHIP WE DOWNED--

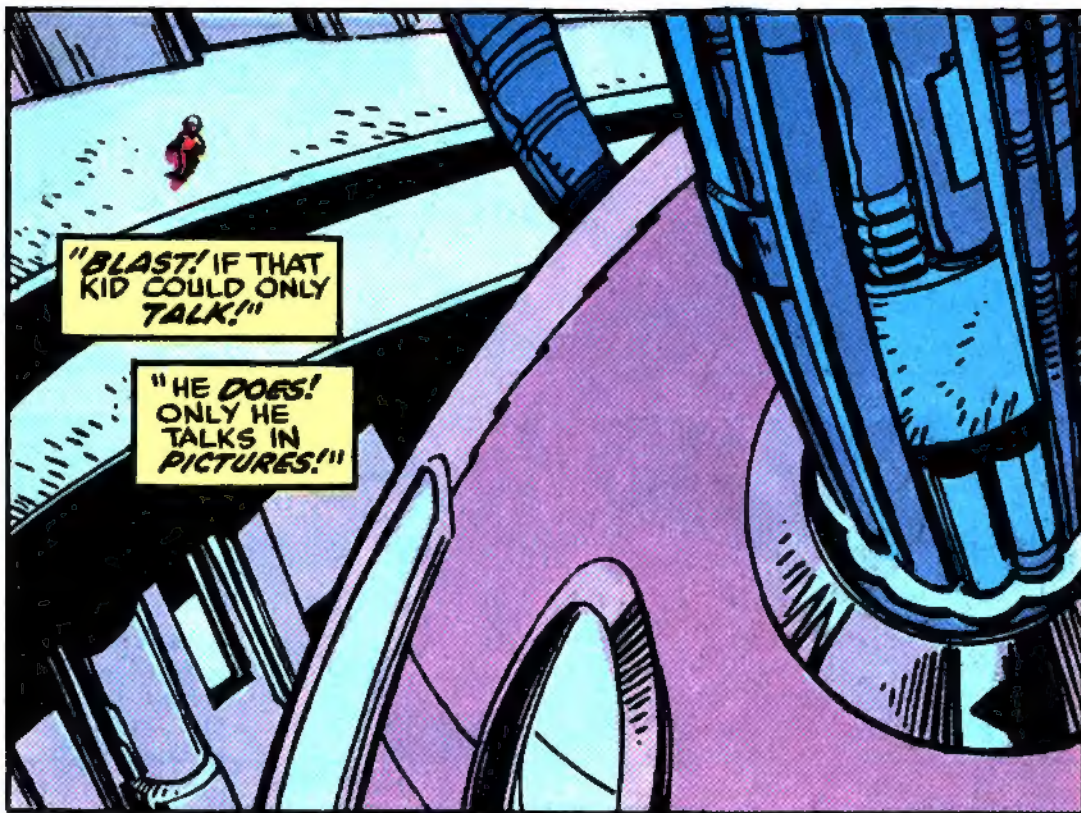
"I'M NOT TALKIN' 'BOUT TAKIN' THE SQUAD CAR."

WHUP WHUP WHUP WHUP WHUP WHUP WHUP WHUP WHUP









"BLAST! IF THAT KID COULD ONLY TALK!"

"HE DOES! ONLY HE TALKS IN PICTURES!"



"A LOT OF GOOD THAT DOES US NOW!"



AND FLOORS ABOVE...



BOOM-BOOM! IS THAT YOU?

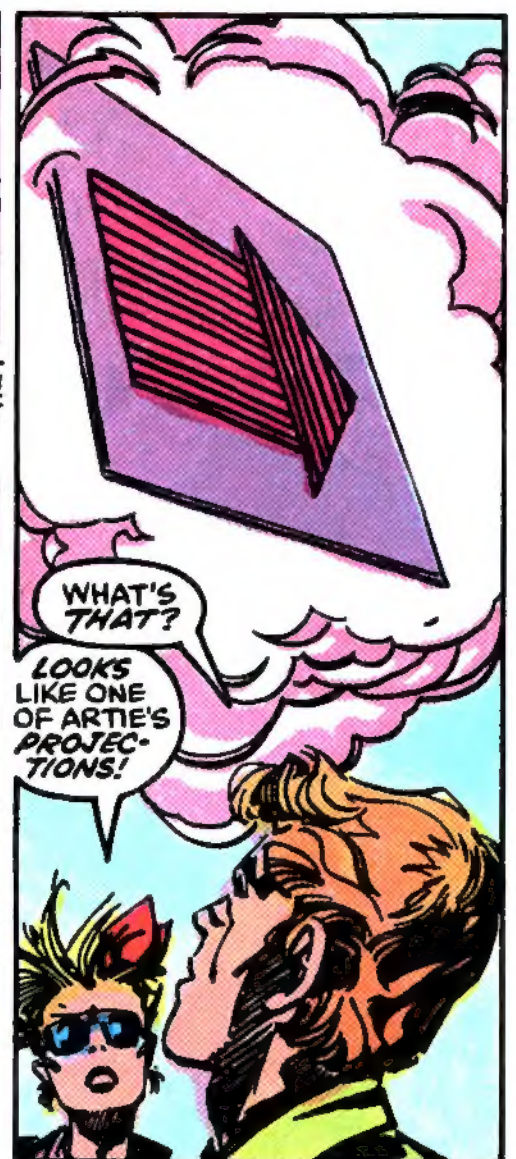
COURSE IT'S ME! SOMEBODY HAS TO BUST US OUT OF HERE!

WHEREVER HERE IS...!



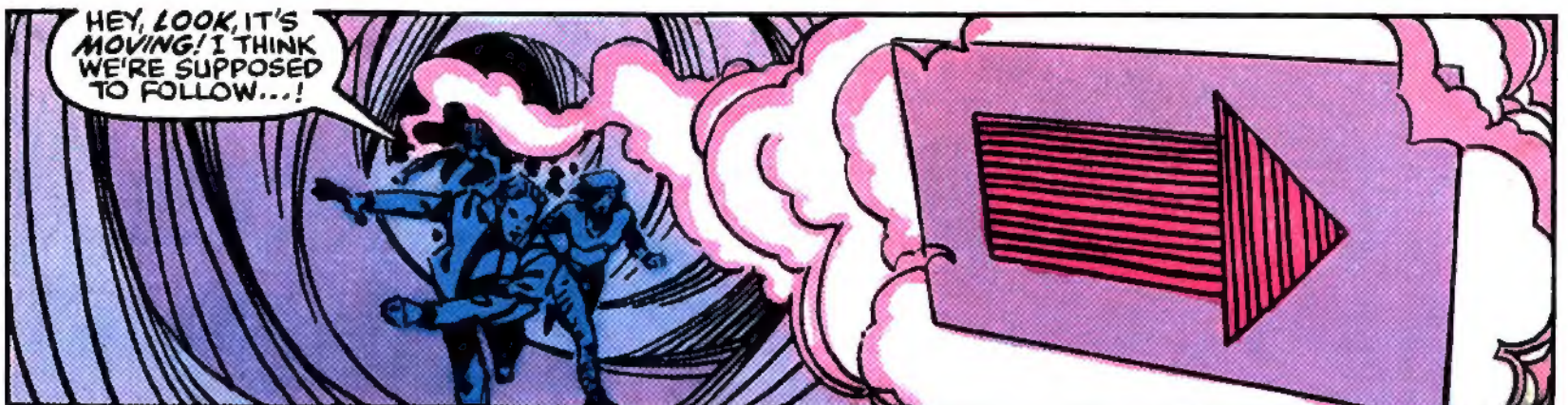
ARTIE! YOU IN THERE, GUY?

BOOM-BOOM! HE'S NOT HERE! HE'S--



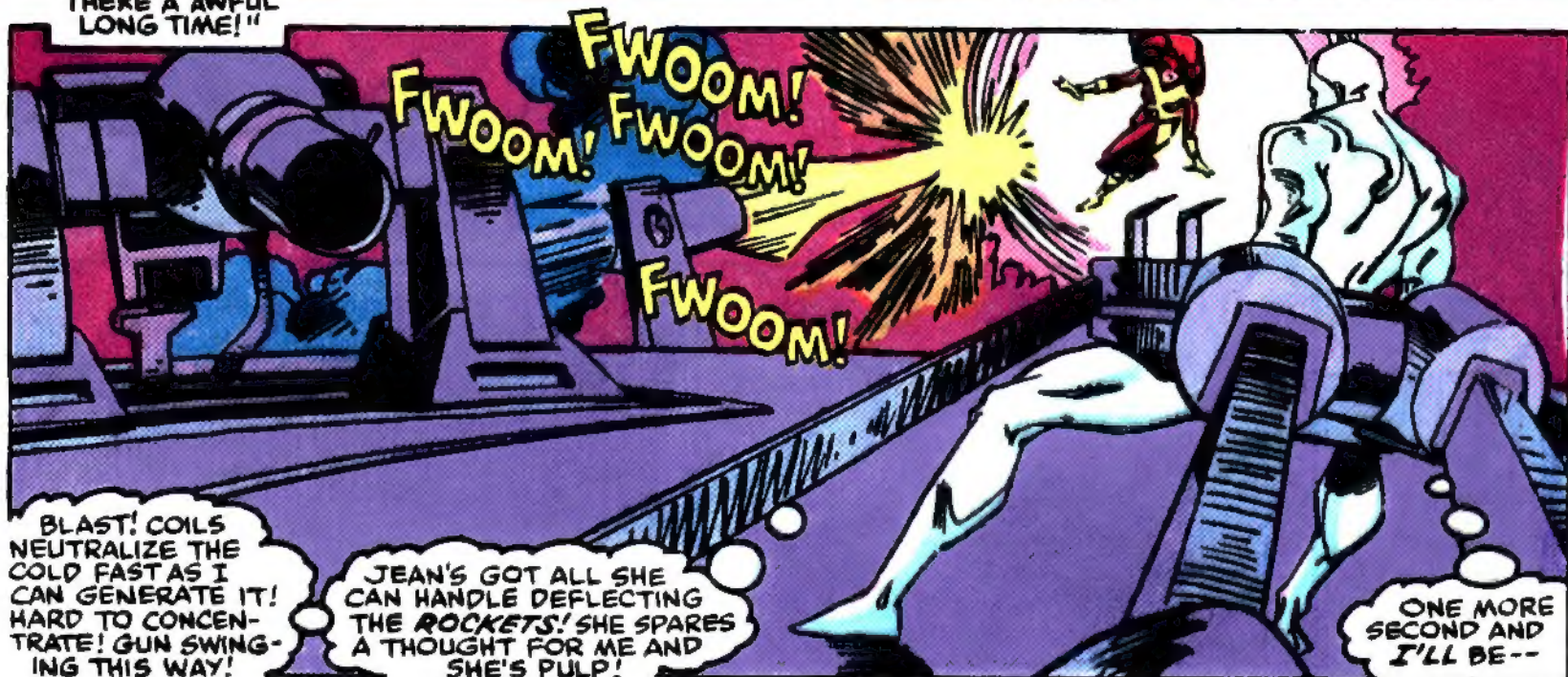
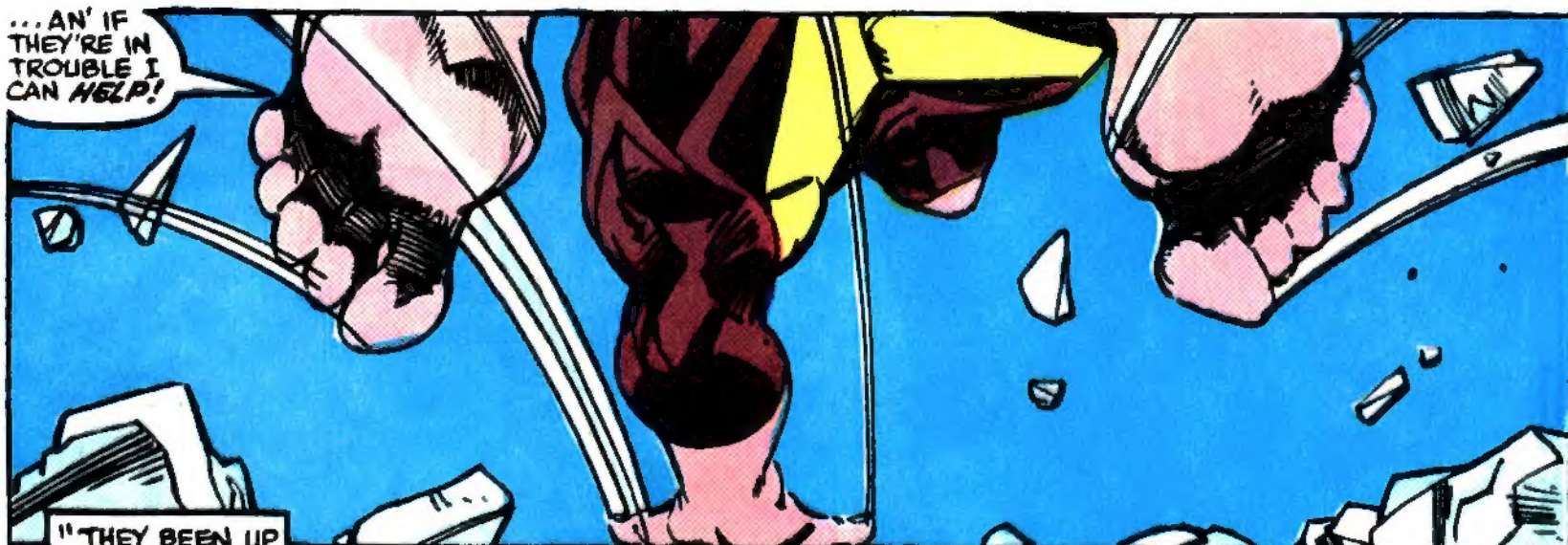
WHAT'S THAT?

LOOKS LIKE ONE OF ARTIE'S PROJECTIONS!

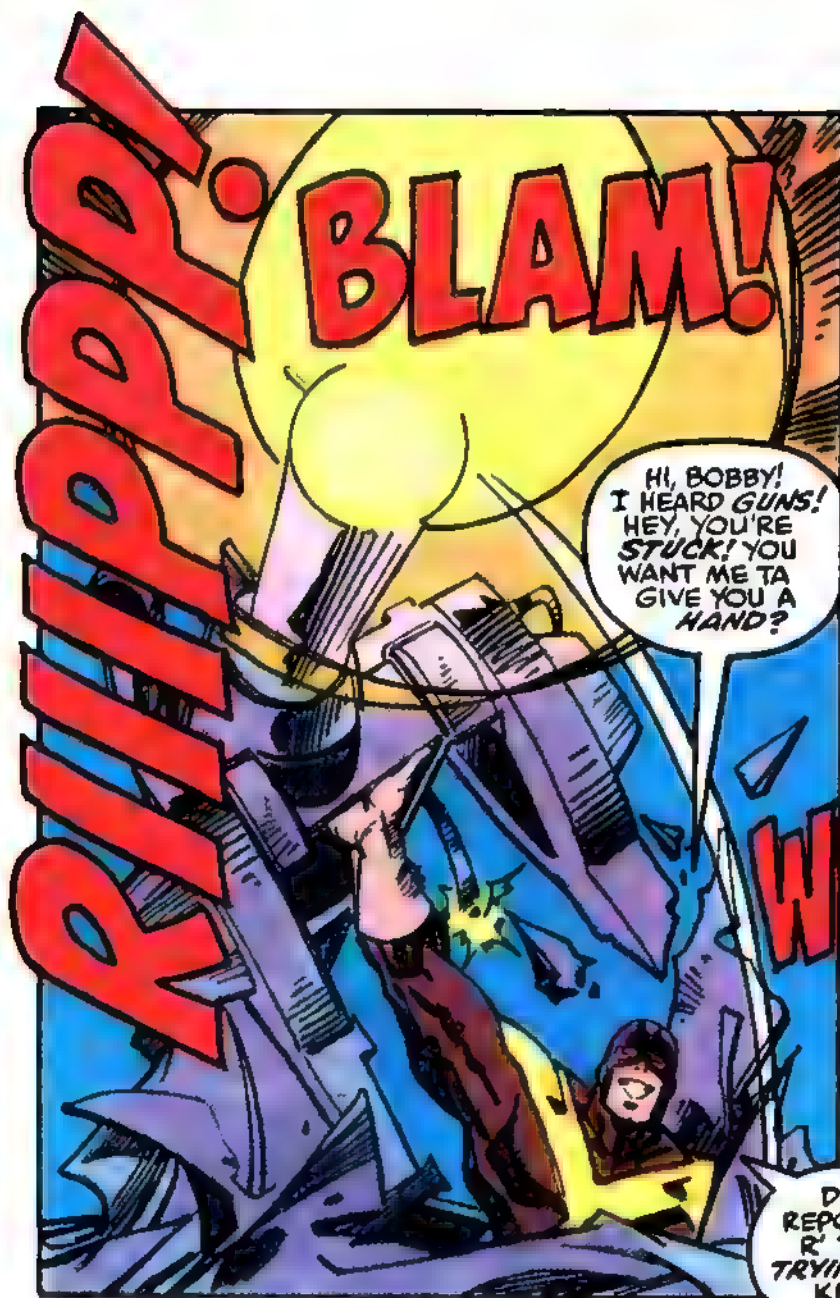


HEY, LOOK, IT'S MOVING! I THINK WE'RE SUPPOSED TO FOLLOW...!

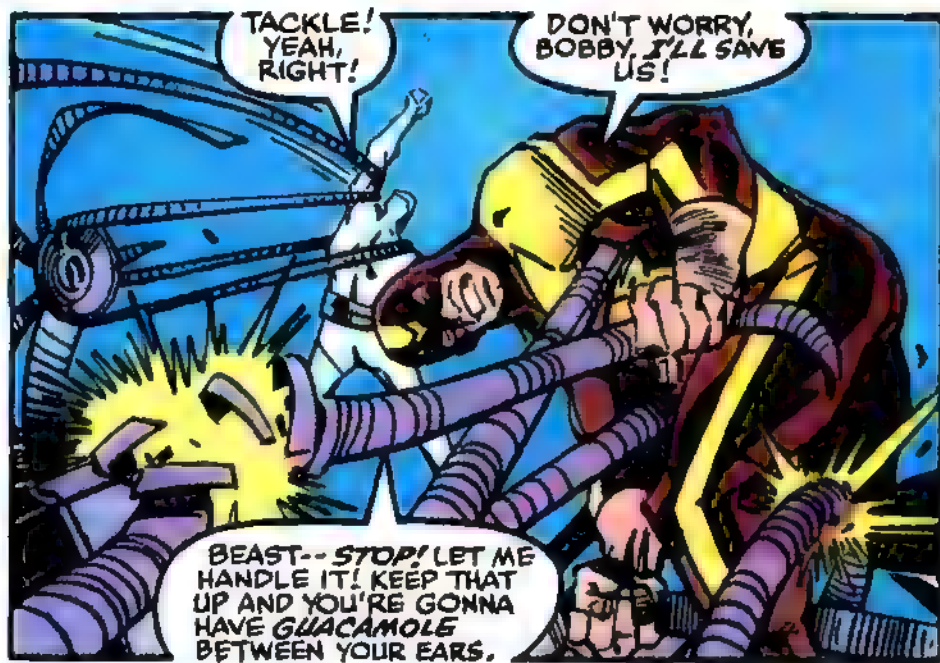
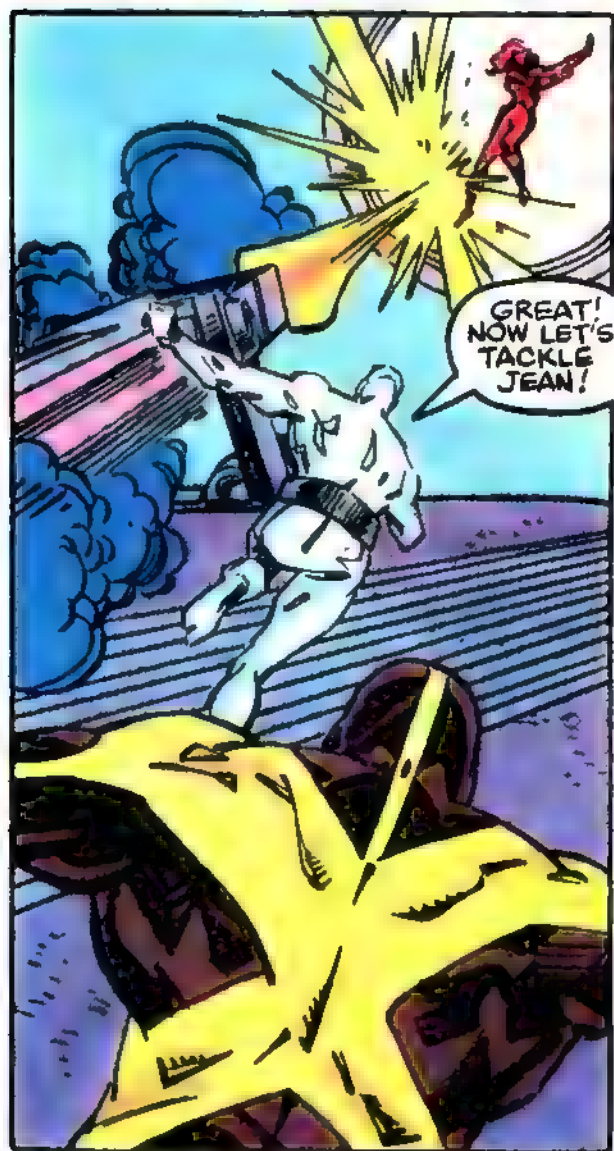
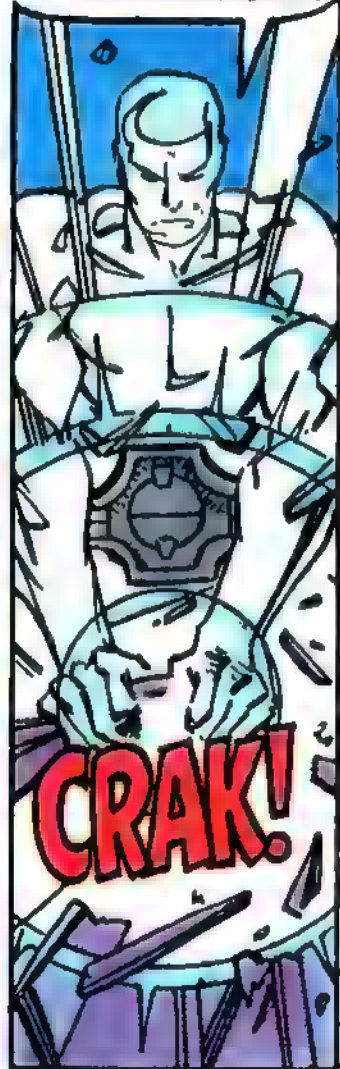




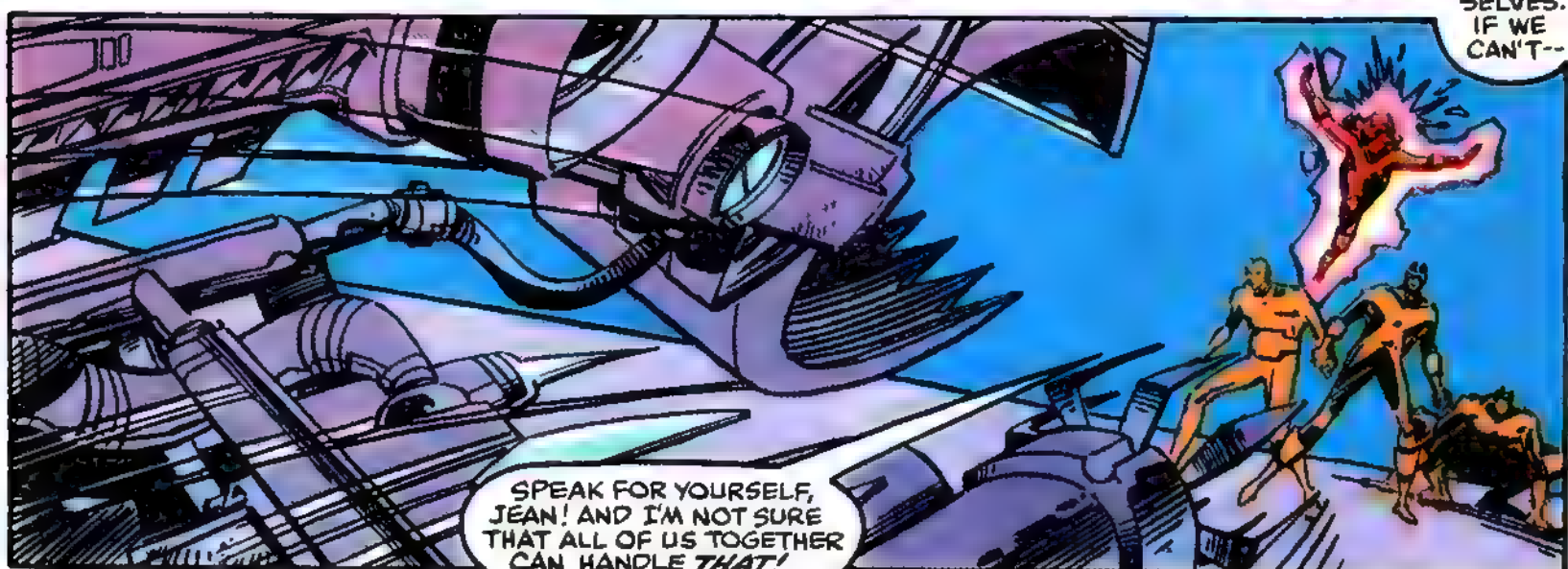
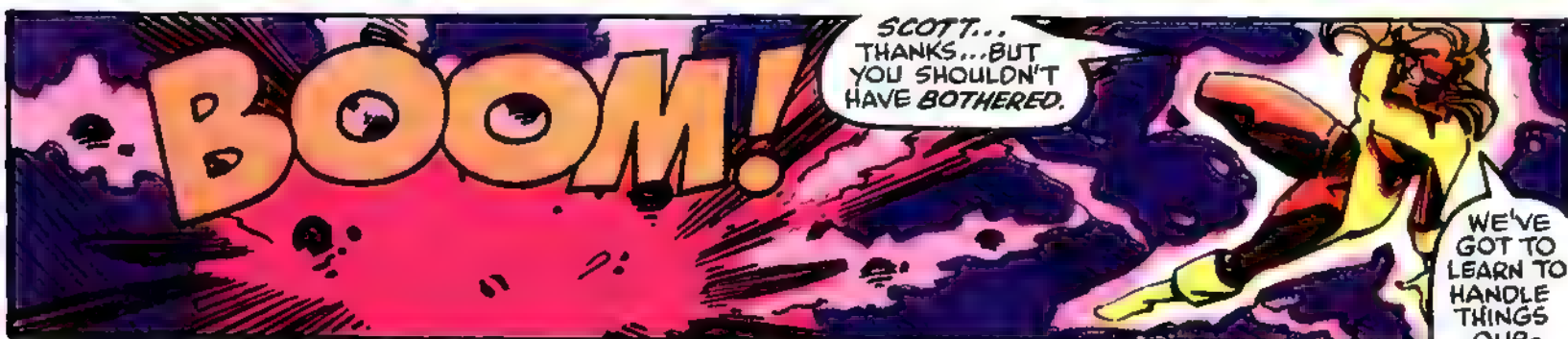
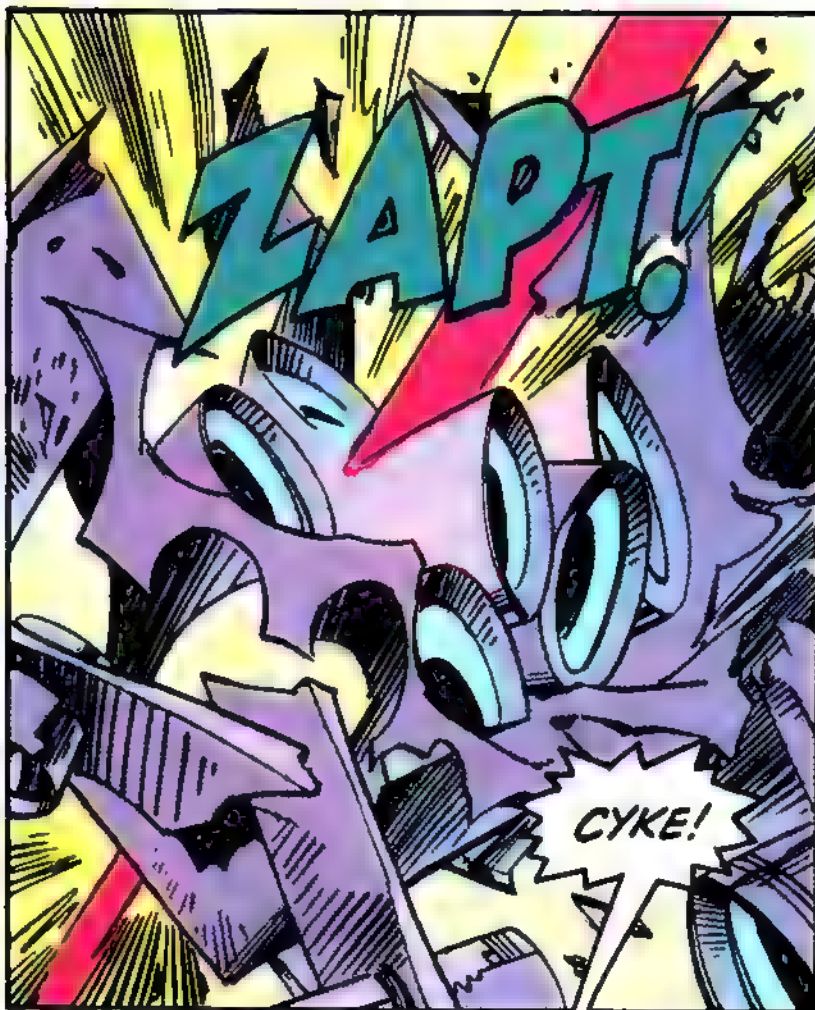




THANKS, BEAST. YOU DID ENOUGH! I CAN OVERLOAD THIS COIL IF I CAN JUST MANAGE TO... CONCENTRATE!







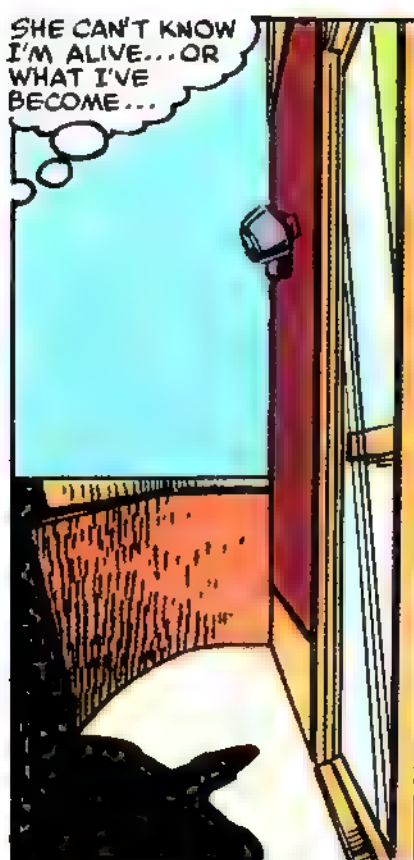




WHILE ELSEWHERE  
IN MANHATTAN...

CANDY SOUTHERN'S  
APARTMENT! AND  
CANDY, WHO LOVED  
ME... ONCE!

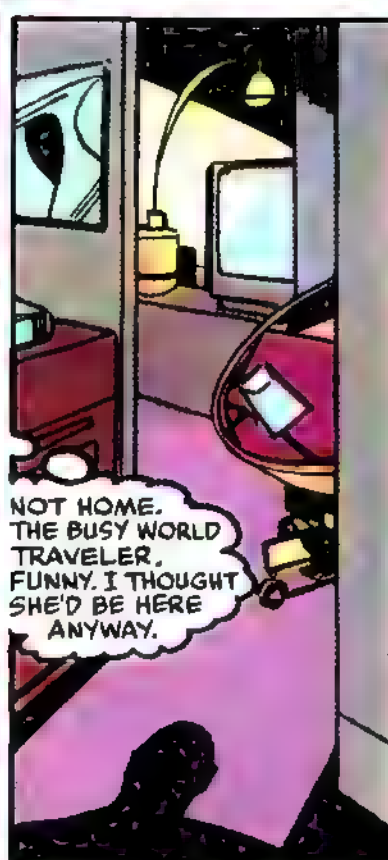
LAST TIME I SAW  
HER... A MONTH AGO?  
...SEEMS LONGER...  
WE FOUGHT! A CHILDISH  
MISUNDERSTANDING...  
SO MUCH HAS CHANGED.



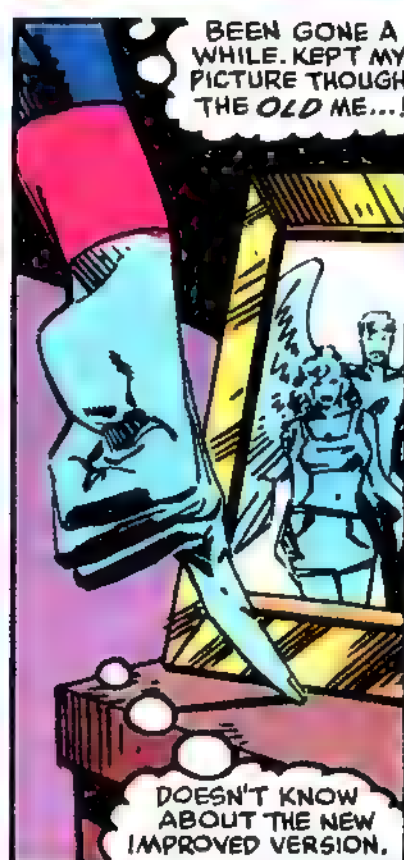
SHE CAN'T KNOW  
I'M ALIVE... OR  
WHAT I'VE  
BECOME...



CANDY--?



NOT HOME.  
THE BUSY WORLD  
TRAVELER.  
FUNNY. I THOUGHT  
SHE'D BE HERE  
ANYWAY.

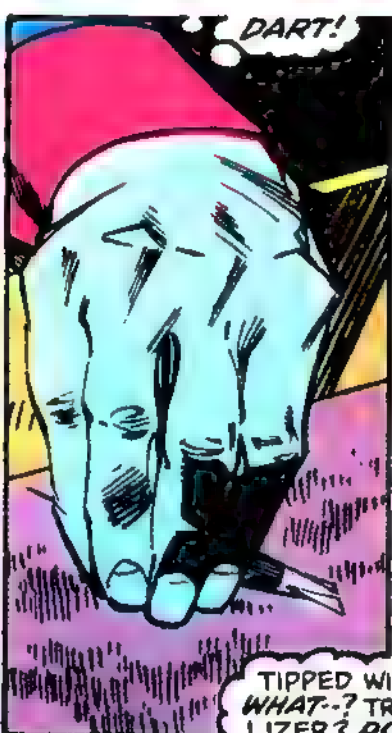


BEEN GONE A  
WHILE. KEPT MY  
PICTURE THOUGH.  
THE OLD ME...!

DOESN'T KNOW  
ABOUT THE NEW  
IMPROVED VERSION.



ENVELOPE  
FROM TRISH  
TILBY...  
REPORTER  
WITCH! WHAT  
HAS SHE  
GOT TO  
DO WITH  
CANDY?

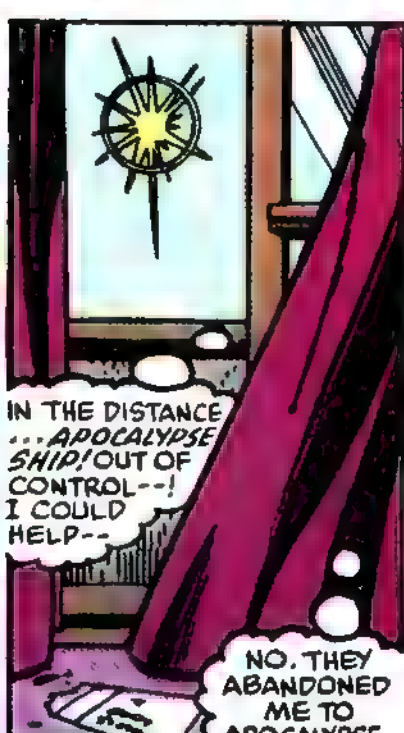


DART!

TIPPED WITH--  
WHAT--? TRANQUI-  
LIZER? POISON?



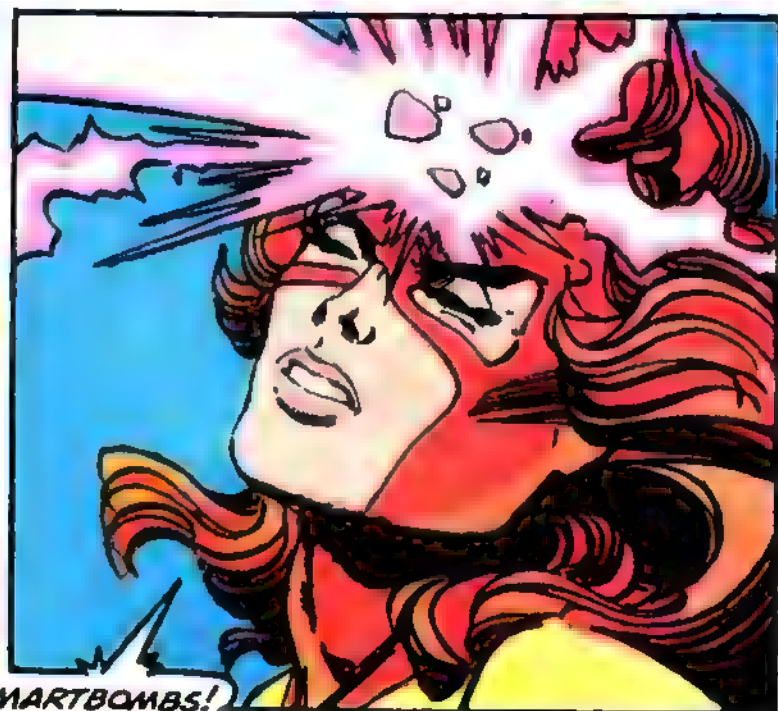
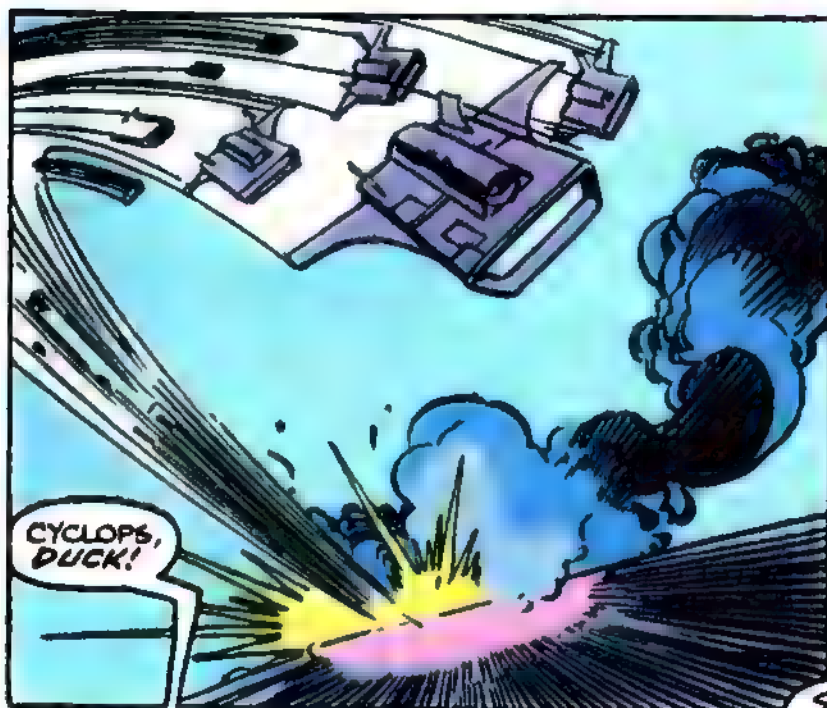
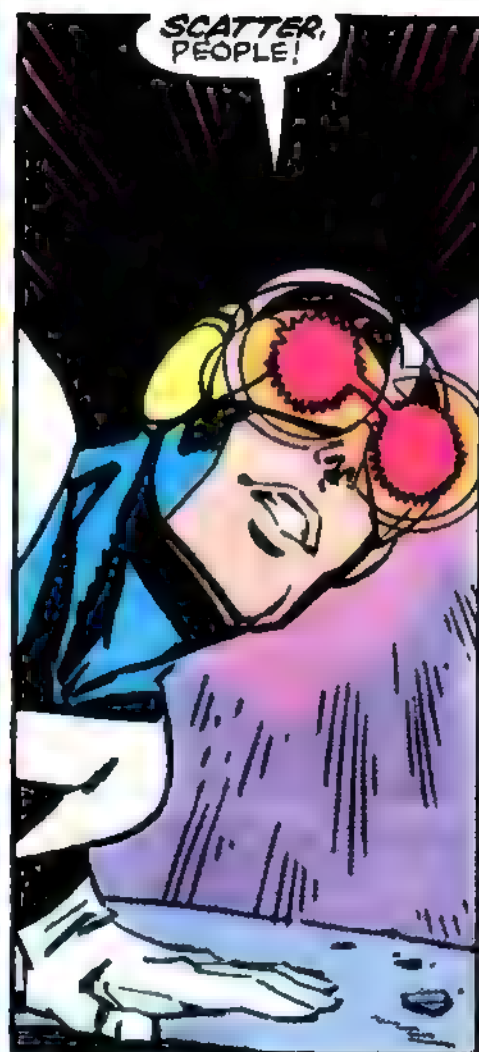
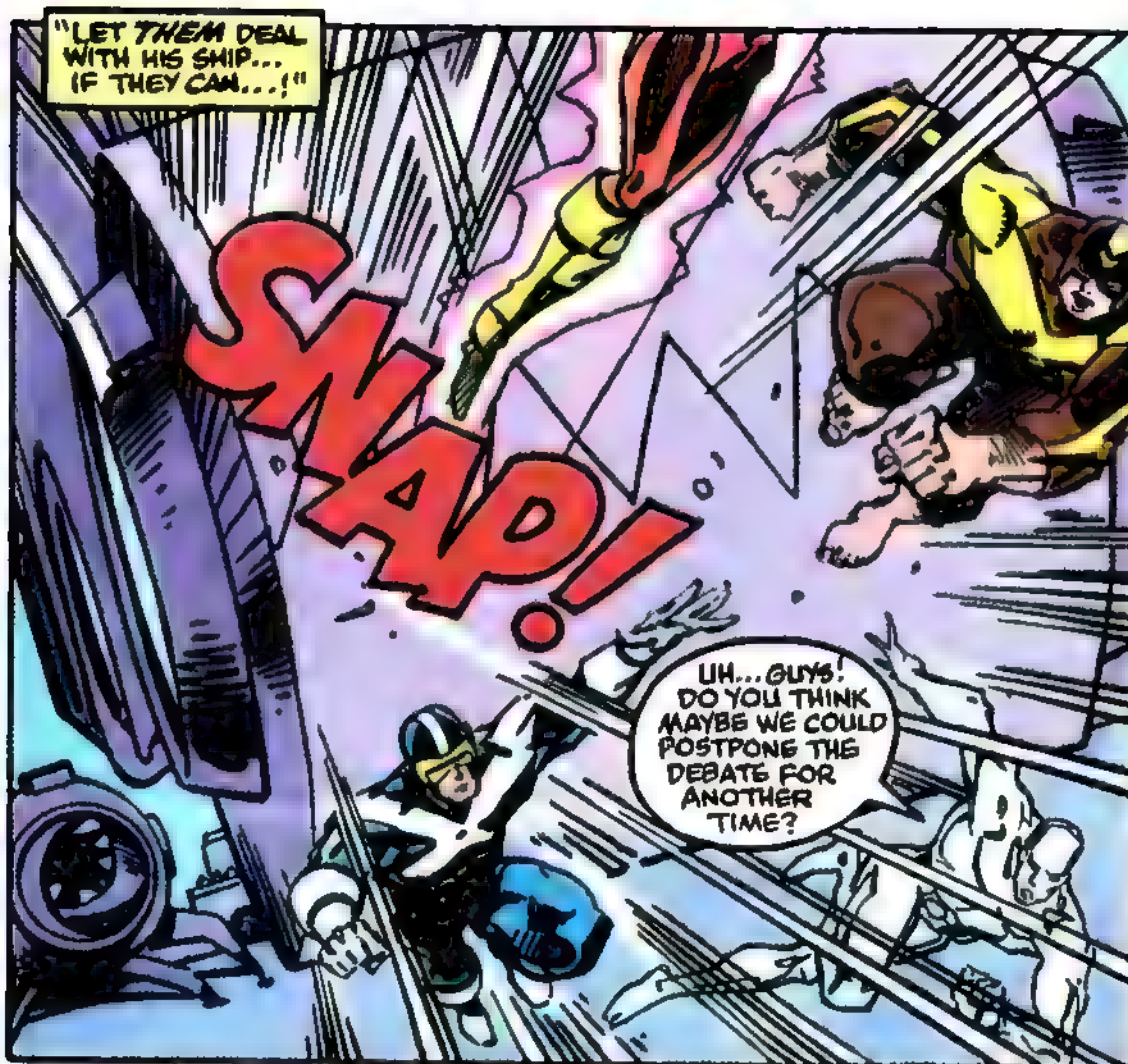
SHE COULD BE HURT OR  
DEAD... BECAUSE OF ME.  
WHY ELSE WOULD ANY-  
ONE HARM HER?



IN THE DISTANCE  
...APOCALYPSE  
SHIP! OUT OF  
CONTROL--!  
I COULD  
HELP--

NO. THEY  
ABANDONED  
ME TO  
APOCALYPSE...





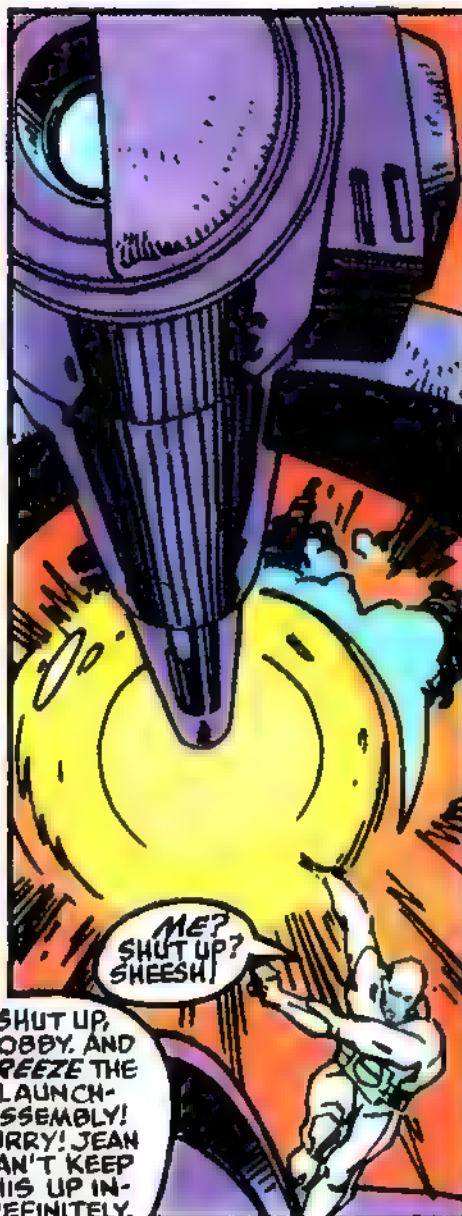




YOU SMASHED 'EM TOGETHER, JEAN! THAT WAS REAL GOOD!

CYKE SAVED YOU, YOU SAVED HIM! WHAT SAY YOU CALL IT EVEN?

SHUT UP, BOBBY. AND FREEZE THE LAUNCH-ASSEMBLY! HURRY! JEAN CAN'T KEEP THIS UP INDEFINITELY.



ME? SHUT UP? SHEESH!



YOU THINK I CAN'T TALK AND FREEZE STUFF AT THE SAME TIME?



HEY, BEAST, LOB ONE OF THOSE MISSILE SHARDS THIS WAY!

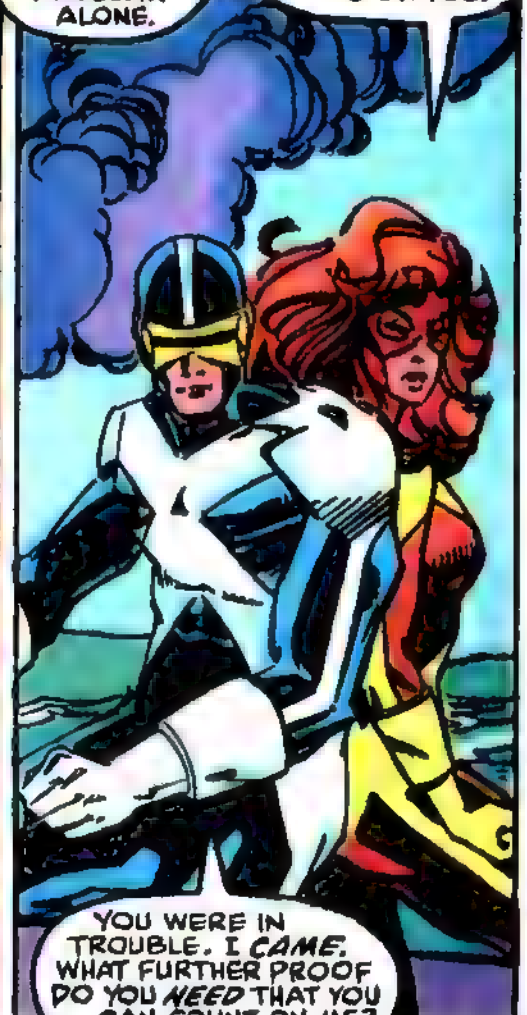
NOW THAT'S TEAMWORK... RIGHT, GUYS?



AND THAT'S THE POINT! I HAVE RELATIVES MISSING, TOO, SCOTT! I FEEL GUILTY BECAUSE I WASN'T THERE TO SAVE THEM, LIKE YOU DO!

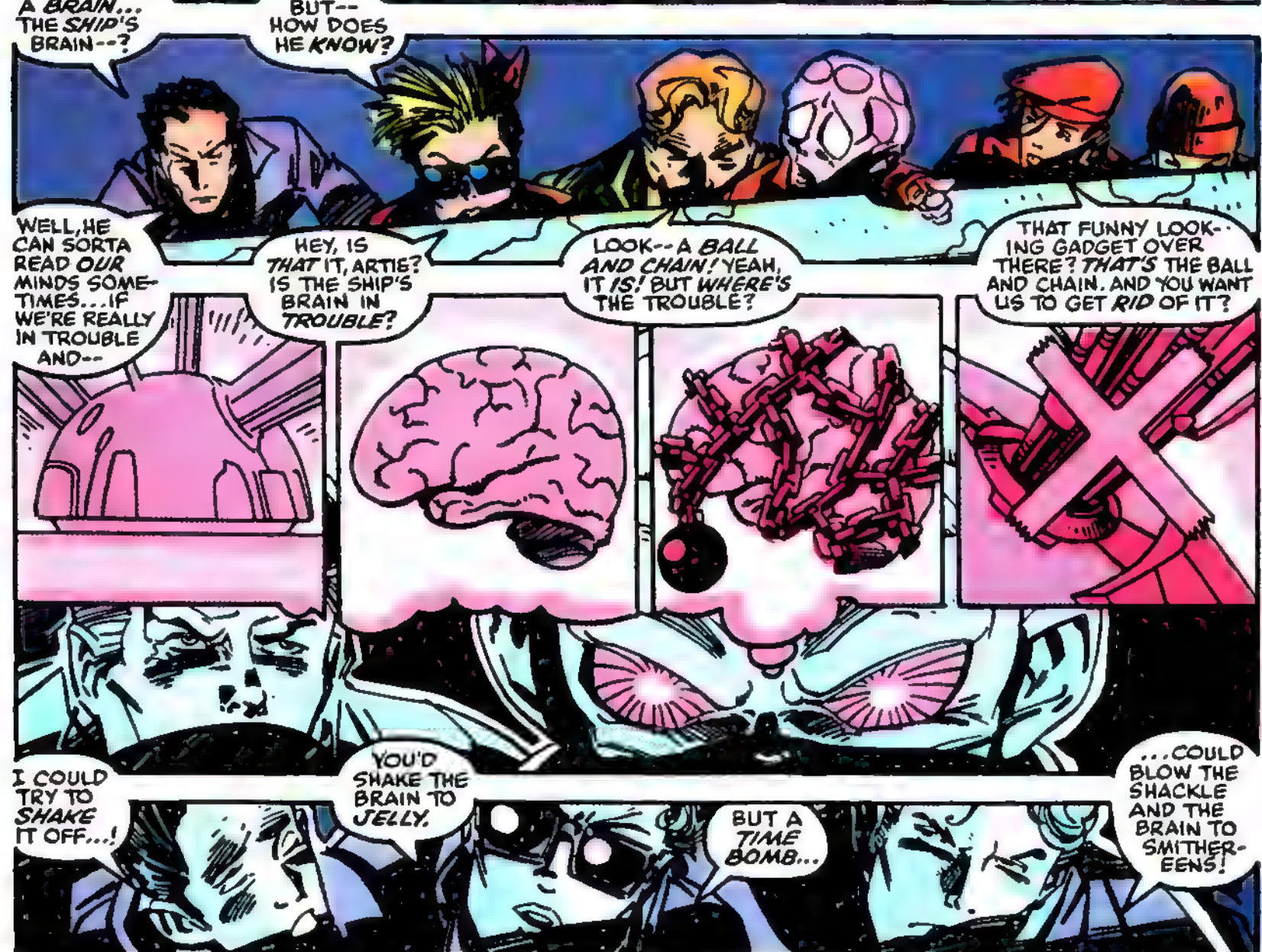
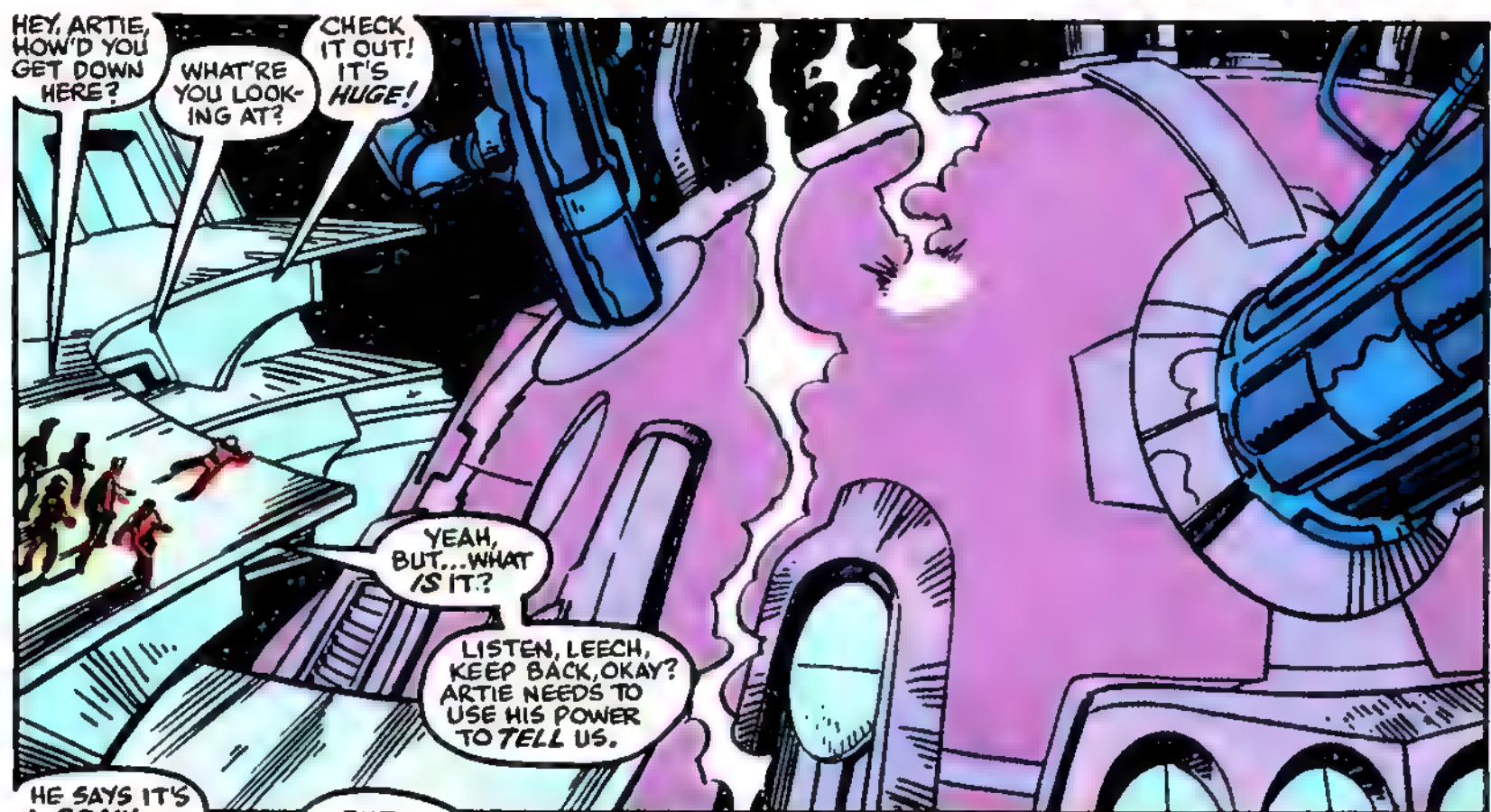
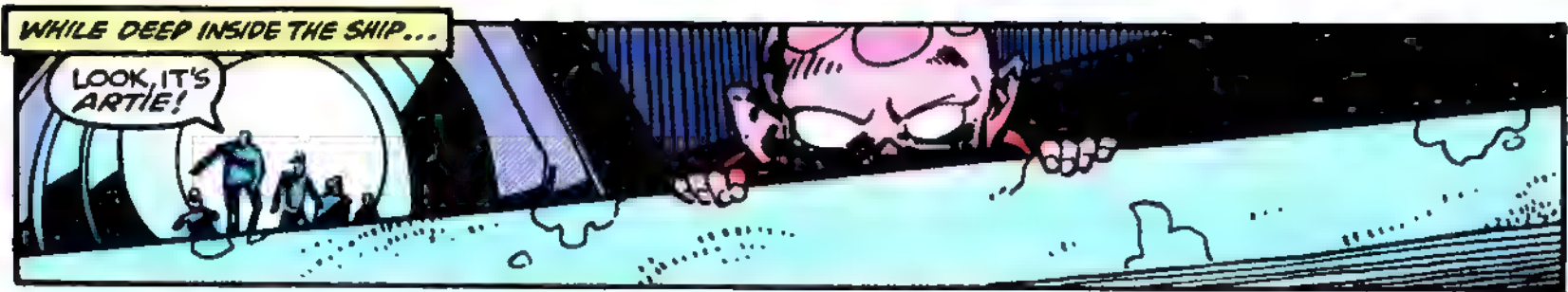
BUT SCOTT-- YOU LEFT. INSISTED ON TREATING IT LIKE IT'S YOUR PROBLEM ALONE.

YOU'LL WALK AWAY AGAIN WHEN THIS IS OVER. I DON'T WANT TO GET USED TO... TO COUNTING ON YOU.

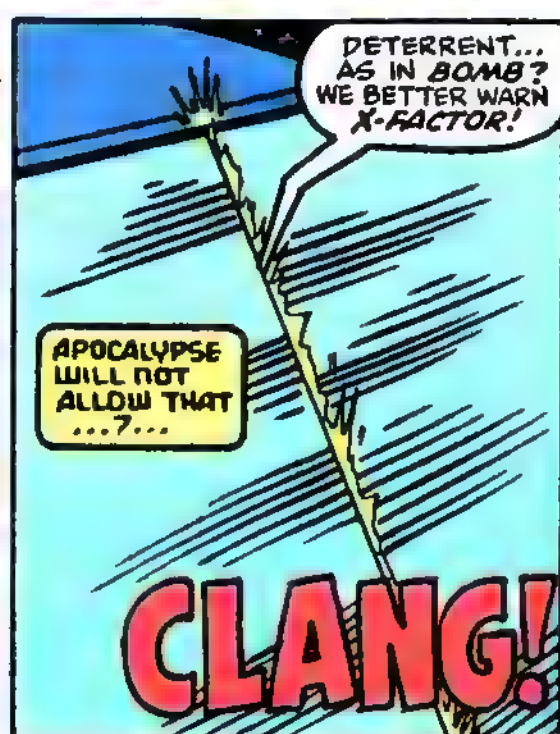
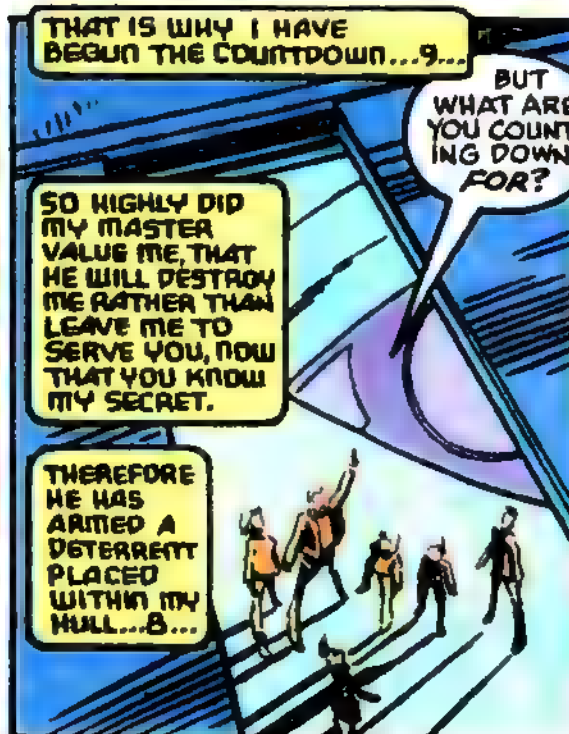
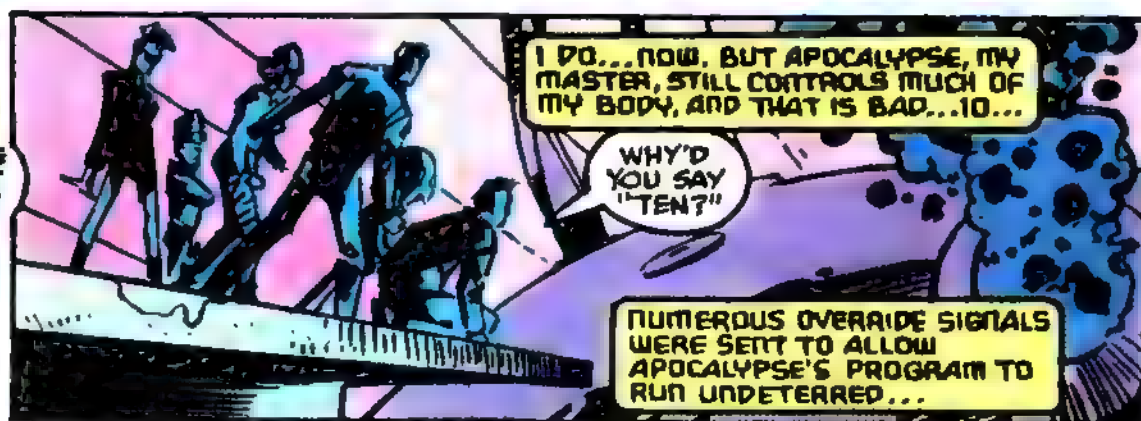
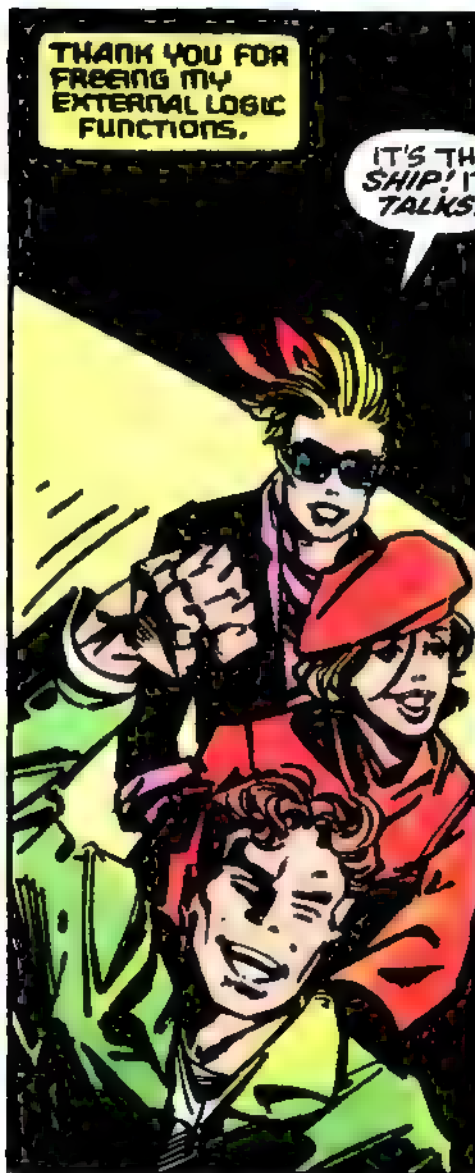
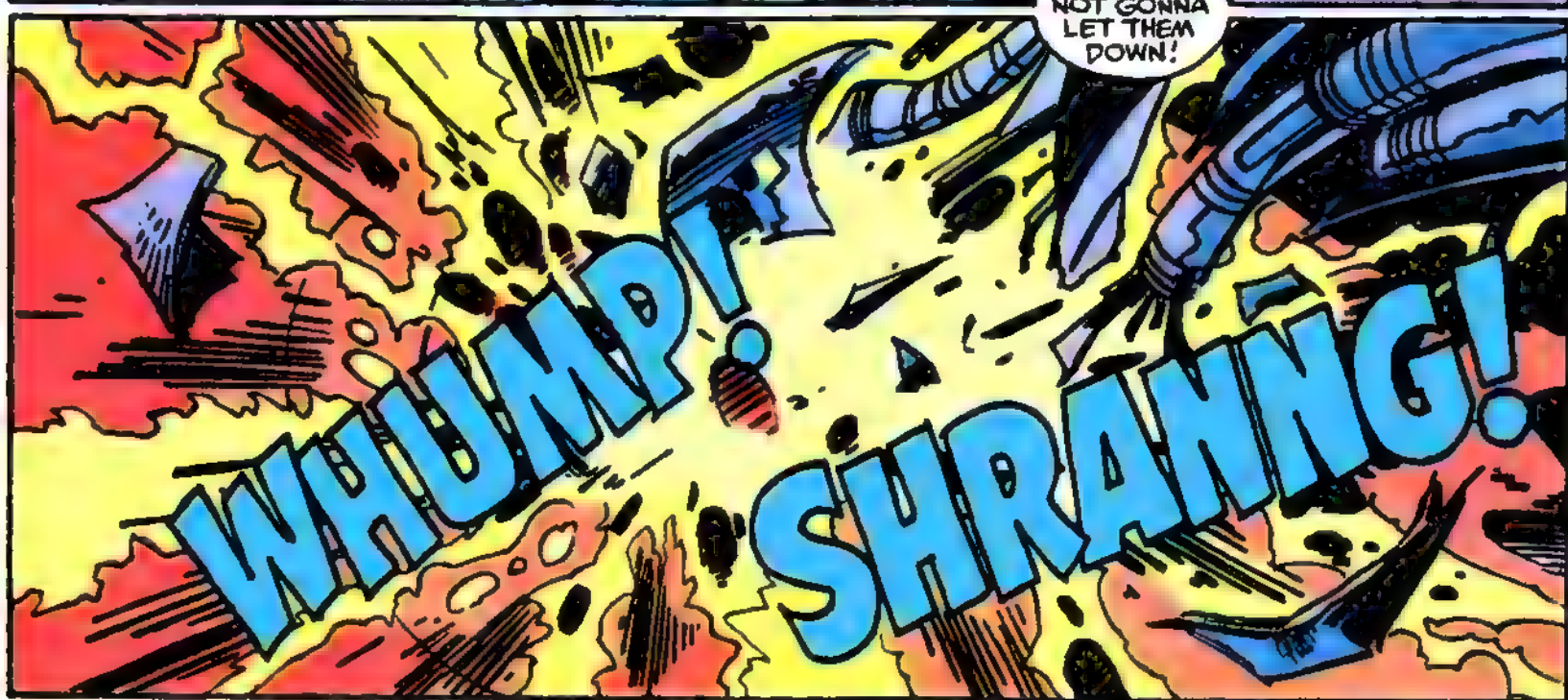
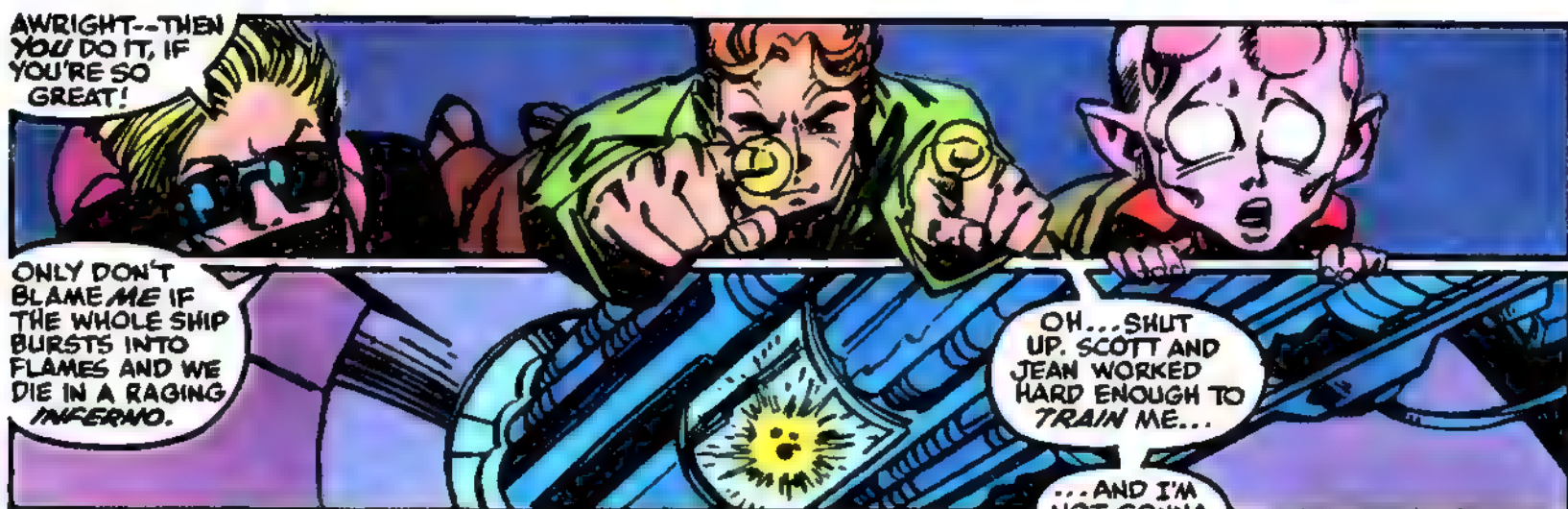


YOU WERE IN TROUBLE. I CAME. WHAT FURTHER PROOF DO YOU NEED THAT YOU CAN COUNT ON ME?











...AND YOU WILL REMAIN TRAPPED HERE WITH ME UNLESS THOSE WITHOUT CAN SAVE US...6...

INCREDIBLE! IT'S QUIT FIGHTING US!

SHIP..WE CAN HEAR YOU, CAN YOU HEAR US? WE UNDERSTAND THAT THERE IS A BOMB IN YOUR HULL. WE WILL REMOVE IT.

...BUT WHERE...?

IF THE ONE CALLED MARVEL GIRL WILL LIFT YOU...?...5...

STOP! NOW IF THE ONE CALLED CYCLOPS COULD CUT HIS WAY INSIDE...

LOOK, IT'S FIXING ITSELF!

APOCALYSE AGAIN. I'M AFRAID I HAVE NOT YET GAINED TOTAL CONTROL... 4... I APOLOGIZE FOR ANY INCONVENIENCE...

DON'T SWEAT IT. LET'S SEE IT FIX ITSELF AT 100 DEGREES BELOW! WHAT NOW?

THE BOMB IS INSIDE AND MAY BE DIFFICULT TO DISLODGE...3...

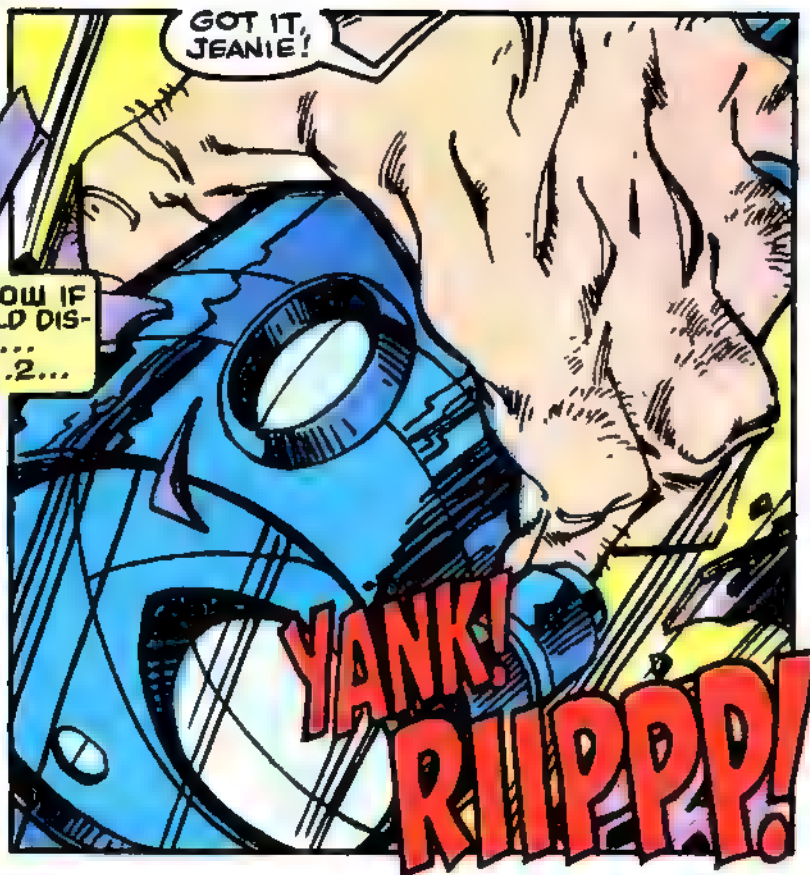
LOWER BEAST IN, JEAN. BUT BE CAREFUL. IF HE TOUCHES THE METAL, IT'LL PULL OFF HIS SKIN.





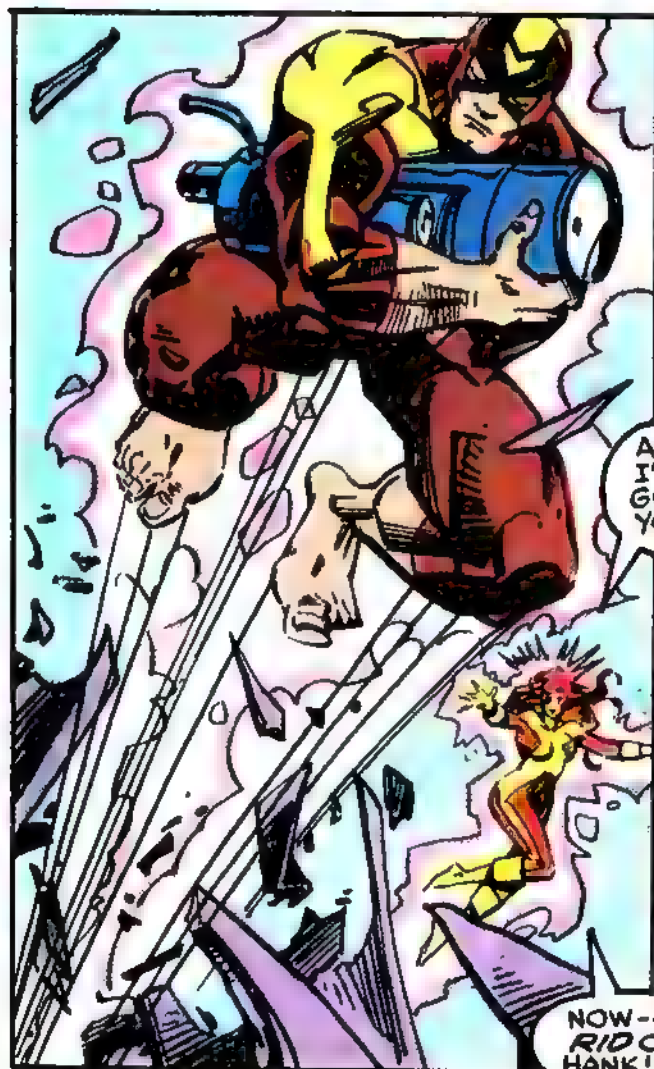
I AIN'T SCARED, JEANIE. I WANNA. I'LL DO IT GOOD ...I PROMISE.

THERE! NOW IF YOU COULD DIS-  
Lodge IT... QUICKLY...2...



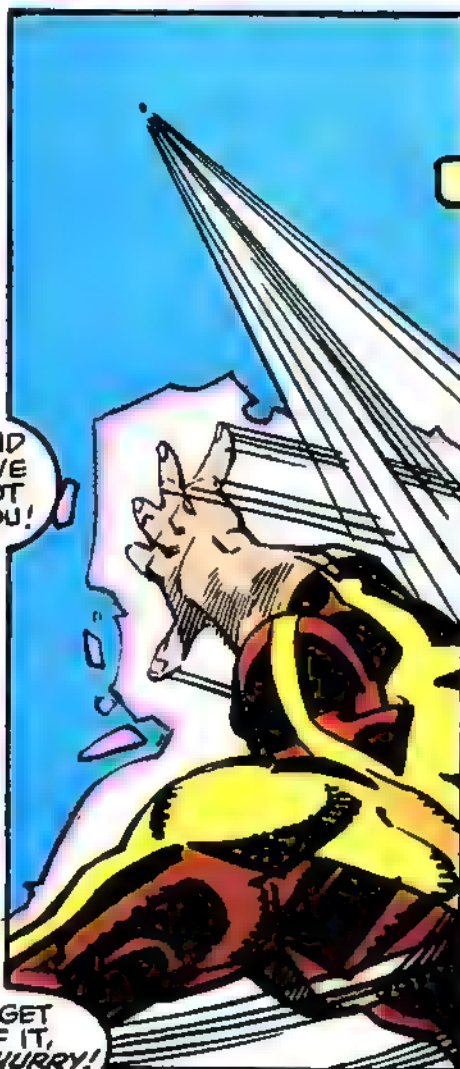
GOT IT, JEANIE!

**YANK!  
RIIPPP!**

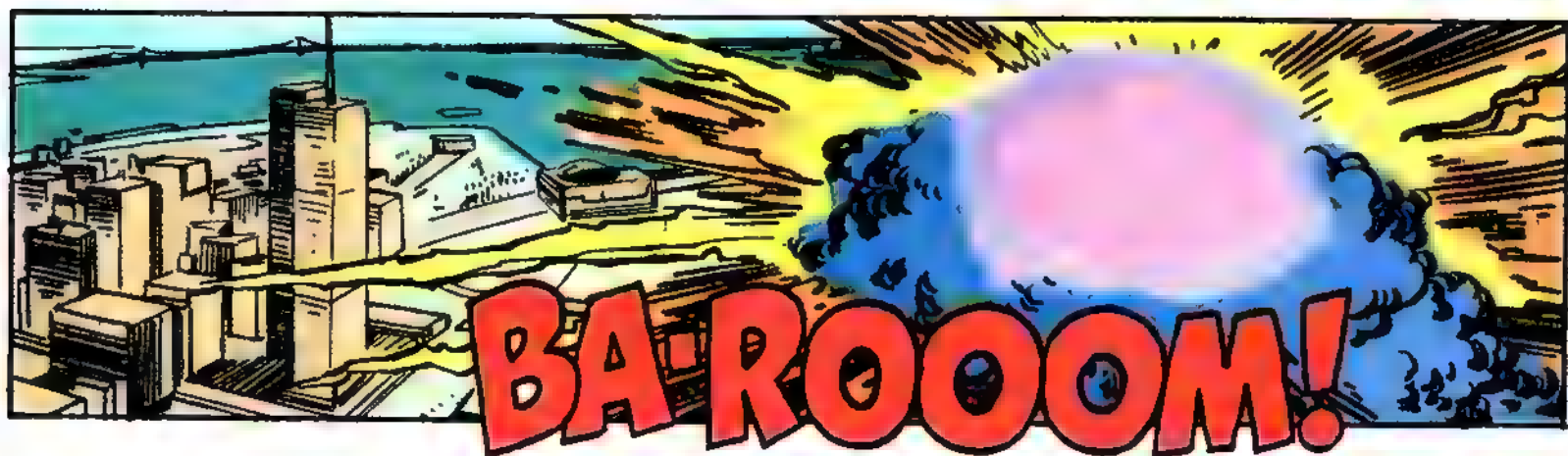


AND I'VE GOT YOU!

NOW--GET RID OF IT, HANK! HURRY!



...1...



**BA-ROOOM!**



# Bullypen Bulletins

## QUOTE OF THE MONTH

"If you've hurt one hair on her head, I'll use Judo on you! I'm just the guy to do it, too! I was in Korea!"  
 —Dagger's Step-Father, speaking to the Punisher. **STRANGE TALES #14**

Dear Reader,

We owe you an explanation. This month, nine of Marvel's top titles — AMAZING SPIDER-MAN, SPECTACULAR SPIDER-MAN, WEB OF SPIDER-MAN, AVENGERS, X-MEN, X-FACTOR, NEW MUTANTS, THE PUNISHER, and THE SILVER SURFER — will cost you a quarter more than the rest of the Marvel line, with no change in format, contents, or page count. As you can probably guess, economic considerations forced us to take action about our basic cover price (like increased costs for paper, color separations and printing), but the two-tiered cover price system was not our only option. What it came down to was a choice of two evils. We could either raise the cover price of every single Marvel title to 90¢ or take Marvel's best-selling titles (which also tend to be the most expensive to produce due to the top-rate talent working on them) and raise them to a dollar. We deliberated long and hard and finally decided to go with the selective price change instead of the across-the-board one. We're still not certain it was the best choice under the circumstances, but ultimately that's for you, our loyal readers, to decide. Let us know what you think!

Thanks for being there,

**Tom D.**

Tom DeFalco  
 Editor in chief

ITEM: Speaking of publishing matters, we'd also like to announce that a number of Marvel's all-direct books (those available only through direct distributors and not conventional newsstands) will be undergoing a change of both price and format, beginning this month. D.P. 7, THE STAR BRAND, PSI-FORCE, JUSTICE, and THE NAM will be printed and packaged in the format used by the Epic books VIDEO JACK and ALIEN LEGION, and will now set you back a buck and a quarter. We think the new format is really nifty, and will enable us to give you an even better package than ever before! (Yes, those of you who do not live near a direct-sales specialty store, can subscribe to our direct-only titles! See the subscription ad elsewhere in this magazine!)

ITEM: The baby bears is resounding through the halls of Marvel. Two blushing Bullpenettes and their winsome wives have recently become proud parents for the first time. First there's Dutiful Dwight Zimmermann, MARVEL AGE's man on the beat, and his spicy spouse, Jodie Oiler who have brought into the world a bouncing baby boy by the name of Eric Jon on November 15, 1986 (happy first birthday, guy!). Dwight tells us that Eric has already discovered his father's vast comic book collection, but has yet to leave his indelible mark upon it. Next up is Maric Michael Mater, one of our peerless production men in the Bullypen, and his beaming bride, Kimberly, who on August 13, 1987 sprouted the first twig on their family tree, a little fellow by the name of Spencer. According to Michael, young Spencer is already the boss of his home bullpen, although he's more adept at spit-ups than paste-ups. Congratulations to both the Zimmermanns and the Meters from all of Marveldom Assembled!

## Pro file: MICHAEL HIGGINS



Editor/Assistant Editor on: Along with my assistant Mike Rockwitz I do SILVER SURFER, a new SUB-MARINER book and Marvel's first weekly comic (coming soon!) . . . and along with Pat Redding we also do the CONAN books, NAM and a few other upcoming projects.  
 Marvel freelance credits (past): Well, at one time or other I've worked on just about all of Marvel's books in one capacity or other. Nothing I've worked on particularly stands out in my mind. Ask me again in five years.

Marvel freelance credits (present): Actually, I have very little time for freelance work right now. I plotted a nice HULK story with Herb Trimpe that will probably never see print, but it was a lot of fun.

My hobbies are: My biggest hobby ever was probably comics. That's obviously not still a hobby of mine. I paint a lot . . . and maybe going to see the Grateful Dead can be considered a hobby.

The single work of which I am most proud is: There's no such thing. There are some paintings I'm proud of, but not one in particular. In comics . . . maybe I'm proud of having drawn a page here or there without anyone noticing.

My pet peeves are: They number way into the millions . . . but I'd have to pick lying. Lying stinks. I really hate it!

My place of birth is: Brooklyn, N.Y. Basically, I've lived in Bay Ridge, Brooklyn all my life. It's a really nice place — pretty rare considering it's in a borough of New York City.

My greatest accomplishment outside the comics field is: Staying alive. Life really is a struggle . . . and just surviving is an accomplishment.

My oddest habit is: Staying up all night for no reason.

If they were making a movie of my life, I'd like to see my part played by: Me. I don't know that I'm a great actor or anything, but it might pay a lot. If John Belushi were alive I'd pick him. (By the way, I'm available for WIRED.) A lot of people think I look like Howie Mandel — and I have been mistaken for him — so he'd probably be okay to play me.

The reason I got into comics was: Because I loved comics! I came to Marvel right out of high school. I figured it would be a place where you could work and have fun at the same time. I've really never worked anywhere else.

People who knew me in High School thought I was: Weird. And they were right.

My favorite performers are: The Grateful Dead, Jorma Kaukonen & Melanie . . . and I'd say John Lennon if he were still alive — in the physical sense, that is.

The last good book I read was: GERMINAL by Emile Zola, but I was reading another good book — THE COMPLETE VAN GOGH by Jan Hulaker — at the same time. It's probably just as good, but in a completely different way.

The last good movie I saw was: I've seen good movies since then . . . but the last excellent movie I remember seeing was THE MISSION.

The biggest influences on my work include: Well, my favorite comics were done by Stan Lee, Roy Thomas, Jack Kirby, Don Heck, Steve Ditko, Neal Adams, Barry Smith, P. Craig Russell . . . and a zillion more. If I'm going to be pretentious and act like a painter I'll say "The Impressionists" — van Gogh being my favorite, although I generally try not to paint like him.

My greatest unfulfilled ambition in the comics field is: To write, pencil, ink, letter, color and maybe even hand-separate a story for comics. I want to do an entire project on my own.

The worst part of my job is: Having to get into the office every day. Sometimes I know I could accomplish a lot more by staying at home.

When nobody's looking I like to: Not look either . . . or is it Not look too? Whatever.

The one thing I really want the world to know about me is: I don't really think it's important for the world to know my favorite color or anything like that . . . but I guess I'd like the world to know I care, at whatever level that means anything. Life is worth nothing if you don't care. Like, when it's all over will we be leaving the world a shining ball of blue that anyone can still call "home"?  
 Later.



- ☐ DAREDEVIL #254
- ☐ THE NEW MUTANTS #63
- ☐ THE PUNISHER #8
- ☐ WEB OF SPIDER-MAN #38
- ☐ WEST COAST AVENGERS #32
- ☐ STRIKEFORCE: MORITURI #18
- ☐ CONAN THE KING #48
- ☐ TALES OF G.I. JOE #5
- ☐ CAPTAIN AMERICA #341
- ☐ SOLO AVENGERS #6
- ☐ STRANGE TALES #14
- ☐ ALPHA FLIGHT #58
- ☐ THE AMAZING SPIDER-MAN #300
- ☐ SPIDER-MAN COMICS MAGAZINE #9
- ☐ THE AVENGERS #291

- ☐ THE INCREDIBLE HULK #343
- ☐ MARVEL TALES #211
- ☐ SILVER SURFER #11
- ☐ THE UNCANNY X-MEN #229
- ☐ CONAN THE BARBARIAN #206
- ☐ G.I. JOE #71
- ☐ MARVEL FANFARE #38
- ☐ THE FANTASTIC FOUR #314
- ☐ IRON MAN #230
- ☐ THE NAM #18
- ☐ THE SPECTACULAR SPIDER-MAN #138
- ☐ THOR #291

- ☐ X-FACTOR #28
- ☐ CLASSIC X-MEN #21
- MARVEL MAGAZINES**
- ☐ SAVAGE SWORD OF CONAN #147
- ☐ MARVEL AGE MAGAZINE #62
- ☐ CONAN SAGA #12
- MARVEL BOOKSHELF**
- ☐ SAVAGE LAND Trade Paperback
- ☐ MOEBIUS Graphic Novel #5
- ☐ THE OFFICIAL MARVEL COMICS INDEX TO THE X-MEN #8
- ☐ THE OFFICIAL HANDBOOK TO THE MARVEL UNIVERSE Trade Paperback #9
- ☐ THE SHADOW: HITLER'S ASTROLOGER



A SHORT CONVERSATION  
WITH AN APOLOGETIC  
SHIP LATER...

RUSTY!  
KIDS! ARE  
YOU IN  
THERE?  
CAN YOU  
HEAR  
ME?

LOOK,  
SCOTT, ONE  
OF ARTIE'S  
PROJECTIONS.  
THE KIDS ARE  
IN THERE  
ALL RIGHT.

AS I TOLD YOU.  
UNFORTUNATELY,  
THE DOOR HAS  
BEEN SEALED  
SHUT. PERHAPS  
YOU MIGHT--?

SCOTT, I'M... SORRY  
I SNAPPED AT YOU  
EARLIER. YOU HAVE  
EVERY RIGHT TO GO  
LOOK FOR YOUR  
SON... ALONE,  
IF THAT'S YOUR  
CHOICE.

YOU KIDS  
GET BACK!  
I'M GONNA  
PUNCH MY  
WAY IN!

IT'S GREAT.  
ISN'T IT? ARTIE  
CAN SEND HIS  
PICTURE-MESSAGES  
LONG DISTANCE  
NOW. I GUESS WE'VE  
DONE SOME GOOD,  
AFTER ALL.

**ZAPT!!**

JEAN, X-FACTOR... WE'RE  
...SELF-APPOINTED GUARDI-  
ANS OF THE MUTANT RACE.  
IT SEEMS... WRONG TO DI-  
VERT ITS ENERGY FOR MY  
PERSONAL NEEDS.

I KNOW, SCOTT,  
BUT WE'RE ALSO  
A FAMILY. DON'T  
YOU FEEL IT?

I... FEEL IT. AND...  
YOU KNOW... I'VE  
NEVER BEEN MUCH  
GOOD AT FAMILIES.

MAYBE  
YOU'VE NEVER  
GIVEN YOURSELF  
A CHANCE.

I WOULD BE A PART OF YOUR FAMILY,  
IF YOU WILL HAVE ME. I WILL BE YOUR  
HOME... AND WILL BE YOURS TO  
COMMAND.

BUT NOW, I OBSERVE THAT THE  
HUMANS HOVER ABOUT OUTSIDE...





"...AND IT SEEMS THAT MY RESTLESSNESS HAS MADE THEM NERVOUS."

OURS IS A SENTIENT SHIP CONTROLLED BY AN ARTIFICIAL INTELLIGENCE.

IT HAD BEEN MECHANICALLY SUBVERTED BY APOCALYPSE TO SERVE HIS ENDS... A TIME BOMB LEFT IN OUR MIDST.



AS A TEAM, WE DEFUSED IT AND FREED THE SHIP FROM APOCALYPSE'S CONTROL.

OUR YOUNG STUDENTS, IN FACT, PLAYED THE MOST IMPORTANT PART.



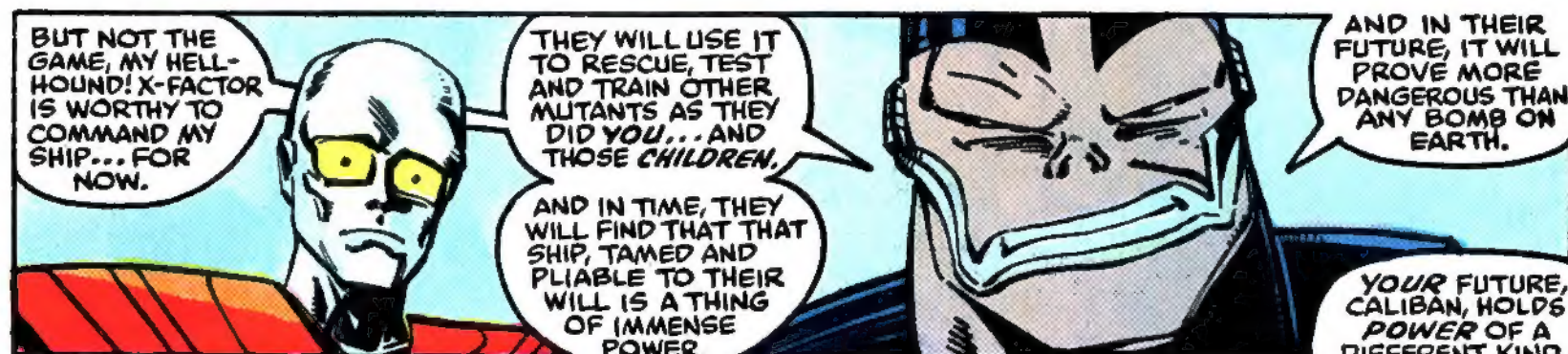
X-FACTOR'S STRENGTH NOW, AS EVER, HAS BEEN IN OUR UNITY.

IT HAS SERVED X-FACTOR AS X-FACTOR SERVES AND PROTECTS THE UNITED PEOPLE OF THIS WORLD...



... HUMAN OR MUTANT, WHEREVER THAT HELP IS NEEDED.

IT APPEARS, APOCALYPSE, THAT X-FACTOR HAS WON THIS HAND.



BUT NOT THE GAME, MY HELL-HOUND! X-FACTOR IS WORTHY TO COMMAND MY SHIP... FOR NOW.

THEY WILL USE IT TO RESCUE, TEST AND TRAIN OTHER MUTANTS AS THEY DID YOU... AND THOSE CHILDREN.

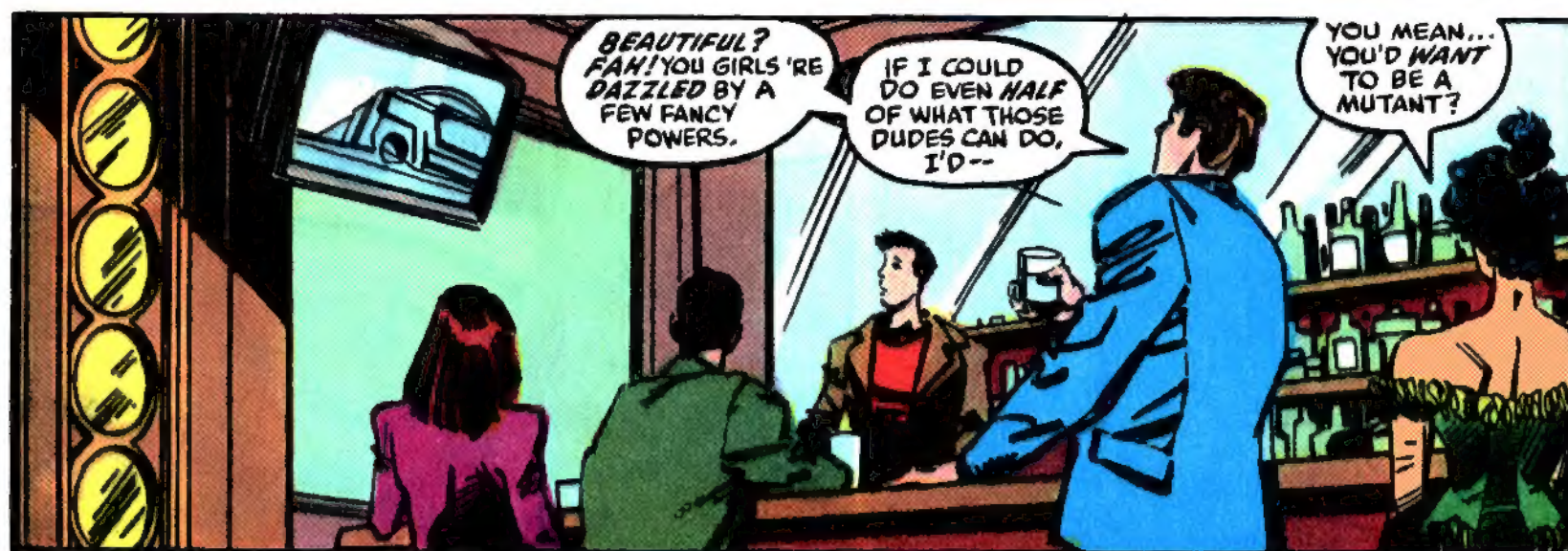
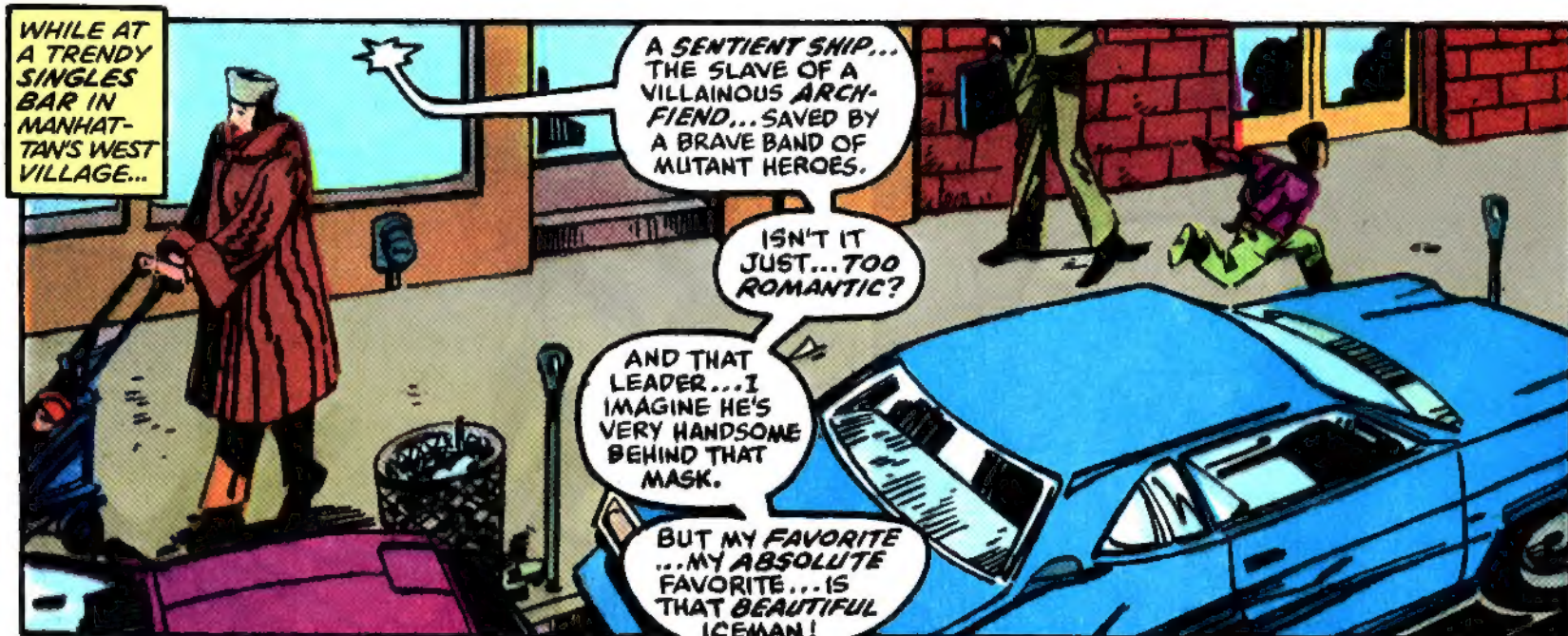
AND IN TIME, THEY WILL FIND THAT THAT SHIP, TAMED AND PLIABLE TO THEIR WILL IS A THING OF IMMENSE POWER.

AND IN THEIR FUTURE, IT WILL PROVE MORE DANGEROUS THAN ANY BOMB ON EARTH.

YOUR FUTURE, CALIBAN, HOLDS POWER OF A DIFFERENT KIND. COME...YOUR OWN TRANSFORMATION IS ABOUT TO BEGIN.







**NEXT: MEET** **INFECTIA...**  
A DEADLY LADY WITH A PASSION  
FOR UNUSUAL THINGS!!  
YOU WOULDN'T WANT TO BE ONE OF THEM!!



# X-CHANGES

BOB HARRAS: editor - BOBBIE CHASE: assistant editor

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Attention correspondents: If you don't want your full address printed, please be sure to tell us so!

Dear Weezie and Co.,

I like where X-FACTOR is going with your guidance. To me, this book started out as a way to cash in on the fans' love for the original X-Men without the confusion of juggling the different styles of the two teams. It has grown into a book that tells good stories without the restriction of having all five of the old guard in every situation. The members of the old team are quite naturally forming individual friendships with members of the young mutants, making for interesting team-ups that allow us to see these characters as people, not as a legendary team of old.

I like how the major threats to the group usually come from within in the form of personality conflicts, self-doubts, and internal skulduggery, and not from continuously battling villains and evil mutants. Scott, Jean, Hank, and Bobby are quite naturally concerned with each other. They've known each other for years and have become a family. They've lived through years of being feared for something they had no choice about and have become a somewhat closed group. With the loss of one of their own, they are a little withdrawn. Hopefully, they'll open up a little to the new kids.

Caring and concern — those are the things that make this book more enjoyable than the other mutant books. The X-Men make noble statements and battle epic battles for mutantkind's right to dignity and a place in society. The New Mutants are usually fighting because of a stupid move by one of their own. And, while both teams fight for mutantkind, they never really have that responsibility right in their face every day. They take in mutants, sure. But each one that they've taken in has become one of them. In fact, new arrivals strive to become X-Men. The New Mutants can't wait to graduate and join the "grown-up team." With that attitude, they're no longer charges to be cared for. They become fellow soldiers in the war. And any good soldier knows that he or she might not live to see the final victory. However, the new mutants in X-FACTOR are not here to become soldiers. If, after mastering their abilities, they wish to fight the war for equality, then fine. But, until that time, X-Factor has the day-in/day-out responsibility to protect and train these youngsters just to be able to live a normal life. An analogy might be the difference between the doctors and scientists fighting for a cure for Muscular Dystrophy, and nurses and families who have to care for the victims of the disease every day. When the former group succeeds, the latter's work will end. When the X-Men win an equal place in the world for mutants then X-Factor's struggle won't really end, but it will be eased. Until then, should one of these young people die as a result of a battle that X-Factor was involved in, it would be a horrible tragedy and a crushing defeat.

Well, that's all I have to say for now. Pass on my kind words to all who work on this book. If I have only 75 cents and all three

mutant books are out, I usually grab X-FACTOR. (I also leaf through the other two in the store, but don't tell the owner.) My best to Walter and the family. Peace.

Martin F. Cripps  
811 Atlantic Ave.  
N. Wildwood, NJ 08260

And Pax to you, too, Martin — and we mean that in the nicest sense!

Dear X-Guys,

I know that Cyclops stopped Master Mold. Beast and Dazzler did stop the Mutant Theater — including a brigade of maniacs. Jean did stop Rictor from destroying San Francisco. Yeah, yeah, the Angel and Iceman saved tons of people by leading the New Defenders.

But . . . Rusty, Skids, and Rictor are the real heroes. Because the hardest thing to do is to stand up and tell the world who you are.

Thanks for X-FACTOR #20!

Dave Depew  
537 Harrison  
Council Bluffs, IA 51501

You're more than welcome, Dave.

X-People,

I just finished X-FACTOR #21 and I think Hodge should have received a more painful beating! All this time, he's been acting like he understands the way mutants feel (not in public, of course), then, what does he do? He goes and wipes out a crowd of innocent people (the robots did the work, but it was his plan) just to make people think that all mutants are a threat!

When are Scott and Jean and the rest of X-Factor going to make it public that they're mutants and they just want to help their kind control and use their powers instead of hunt 'em down and kill 'em? This anti-mutant hatred among "real humans" is realistic and all, but I'm tired of everyone thinking that they're all a threat. Why can't they just realize there are a few bad ones and a lot of good ones, and accept them? After a while, it gets depressing.

So, what's going to happen to Angel now? We know he's alive and we see him on page 20, but I don't see any wings. Apocalypse said that they were growing in a previous issue, but how long does it take? Will they look different? Will he go back to his friends? And let's not have Angel getting all wimpy about betraying Apocalypse even though he "owes" him his life for saving him and growing him some wings. I hope he makes an appearance soon and returns to X-Factor and beats on Hodge for ripping off his fortune and causing everybody a lot of trouble!

Lastly, thanks for doing such great work on all your Marvel titles! I know it's not easy, but you make me happy and make comic collecting very enjoyable! Keep up the great work!

Jason Brashears  
(Address Withheld By Request)

Dear Bob,

It was great to see some positive forward direction in X-FACTOR #21! I'm really happy the team has dropped Hodge and I hope they can clear up the X-Factor cover-up, as well. I'm extremely bored with the anti-mutant sentiment thing and I hope these original X-Men are on the way to becoming public heroes as well.

I'm generally pleased with the art. I especially like the original renditions each character has! I guess the inks should be smoother — it almost seems a little rushed.

The characterization of the younger kids has been great, but Jean, Bobby, Scott, and Hank could use some help. I feel that their characters are in danger of becoming stagnant. It's like nothing fresh is happening so the characters need to concentrate on their goals and relationships with each other. Either get Jean and Scott together or let them get on with their lives. And please stop Iceman from being such a baby all the time.

I really do like this book! I just know it can be even better.

Jeff Mitchell  
1794 W. Minnehaha  
St. Paul, MN 55104

And it does get better, Jeff — every issue!

## U.S. POSTAL SERVICE STATEMENT OF OWNERSHIP, MANAGEMENT AND CIRCULATION (REQUIRED BY 39 U.S.C. 3685)

- Title of Publication: X-FACTOR
- Date of Filing: 08/04/00
- Frequency of Issue: MONTHLY
- No. of issues published annually: 12
- Annual subscription price: \$9.00 U.S., \$11.00 Canada
- Complete mailing address of known office of publication: Marvel Entertainment Group, 387 Park Avenue South, New York, N.Y. 10018
- Complete address of the headquarters of general business offices of the publisher: Marvel Entertainment Group, 387 Park Avenue South, New York, N.Y. 10018
- Full names and complete mailing address of publisher, editor, and managing editor: Stan Lee, Marvel Entertainment Group, 387 Park Avenue South, New York, N.Y. 10018; Editor: Tom DeFalco, Marvel Entertainment Group, 387 Park Avenue South, New York, N.Y. 10018; Managing Editor: Tom DeFalco, Marvel Entertainment Group, 387 Park Avenue South, New York, N.Y. 10018
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- Known bondholders, mortgagees, and other security holders owning or holding 1 percent or more of total amount of bonds, mortgages or other securities: None
- For completion by nonprofit organizations authorized to mail at special rates (Section 411.3, DMM only). The purpose, function, and nonprofit status of this organization and the exempt status for Federal income tax purposes. (Check one.)  
☐ Have not changed during preceding 12 months. ☐ Have changed during preceding 12 months. (If changed, publisher must submit explanation with this statement.)
- EXTENT AND NATURE OF CIRCULATION  
A. Total No. Copies Printed (net press run): Average no. of copies each issue during preceding 12 months: 568,382. Single issue nearest to filing date: 554,164.  
B. Paid Circulation: 1) Sales through dealers and carriers, street vendors and counter sales: Average no. of copies each issue during preceding 12 months: 325,450. Single issue nearest to filing date: 321,296. 2) Mail subscriptions: Average no. of copies each issue during preceding 12 months: 13,400. Single issue nearest to filing date: 10,879.  
C. Total Paid Circulation: (Sum of 10B1 and 10B2): Average no. of copies each issue during preceding 12 months: 340,850. Single issue nearest to filing date: 331,974.  
D. Free Distribution by mail, carrier, or other means, samples, complimentary, and other free copies: Average no. of copies each issue during preceding 12 months: 132. Single issue nearest to filing date: 126.  
E. Total Distribution: (Sum of C and D): Average no. of copies each issue during preceding 12 months: 340,982. Single issue nearest to filing date: 332,100.  
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G. Total (Sum of E, F1 and F2 should equal net press run shown in A): Average no. of copies each issue during preceding 12 months: 568,382. Single issue nearest to filing date: 554,164.
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(Signed) Janet Pezzullo — Business Manager



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